

GRANT AGREEMENT

This grant agreement (this "Agreement") is made effective on March 31, 2016 (the "Effective Date"), between **George Mason University Foundation, Inc.**, a Virginia nonprofit corporation (the "Foundation"), **George Mason University** (the "University"), an instrumentality of the Commonwealth of Virginia, and an anonymous donor, a United States citizen, whose lawyer and agent for the purposes of this Agreement is [REDACTED] of the law firm [REDACTED] (the anonymous donor and [REDACTED] are collectively referred to as the "Donor"), for the benefit of the George Mason University School of Law (the "School"). The term of this Agreement shall begin on the Effective Date and shall continue in perpetuity (the "Term"), unless earlier terminated pursuant to the terms and conditions of this Agreement. The Foundation, the University, and the Donor are sometimes referred to in this Agreement individually as a "Party" and collectively as the "Parties." The Parties agree as follows:

1. **Promoting Academic Freedom.** The Donor's grant is intended to help promote an environment at the University and the School where ideas can be exchanged freely and useful knowledge will benefit the well-being of individuals and society. Thus, the Parties agree that the academic freedom of the University, the School, and their faculty, students, and staff is critical to the success of the School's research, scholarship, teaching, and service.

2. **The School.** The Donor desires to support the School to advance the School's and University's educational missions as follows:

a. **The School's Mission and Dean.** As stated in the Law School's grant proposal, which is hereby incorporated into and made part of this Agreement, and attached as Attachment A (the "Proposal"), the University has informed the Donor, and the Donor is relying on such representation, that the School's mission is to become a national leader in legal education by applying tools of economics and other social sciences to the study of legal doctrine, process, and institutions, (the "School's Mission"). Dr. Henry N. Butler, who was selected by the University, is currently the dean of the School (the "Dean"). The Parties believe the Dean is a critical part of advancing the School's Mission; therefore, if the individual holding the Dean position changes, the University shall immediately notify the Donor.

b. **The Scholarships.** To support the School's Mission, the University desires to create a merit-based scholarship program to attract approximately 57 students per academic year through the School's 2020-21 academic year (the "Scholarships"), so that the School awards 285 Scholarships in aggregate. The School shall award the Scholarships based on criteria created by the School and approved by the Dean as more fully described in the Proposal. The University deems the funds from the Scholarships to be tuition received by the University.

3. **The University's Commitment to and Support for the School.**

a. **Generally.** The School shall provide funding for at least ten years from the Effective Date for twelve new Faculty positions, additional Staff positions, and support for the Center for the Study of the Administrative State and the Center for Liberty & Law, as more fully described in the Proposal (collectively referred to as the "School Support"). The University shall use its best efforts to ensure at all times that qualified individuals hold the Faculty positions and Staff positions and that the Faculty positions and Staff positions do not become vacant for any significant period of time and that if they become vacant, they are refilled. The School has the sole and absolute discretion to determine and carry out all selection, research, scholarship, teaching, and service at the School.

b. **Funding for the School Support.** The University shall use its normal funding for the School along with the funds raised for the Scholarships, including the Contributed Amount (as defined in Section 4), which the University deems to be tuition, to provide the School Support.

4. **The Donor's Support for the Scholarships.** Subject to the terms of this Agreement, the Donor agrees to contribute funds to the Foundation to support the Scholarships, which the University deems as tuition that provides funding for the School Support (all or part of such funds are referred to as the "Contributed Amount[s]"). The maximum aggregate Contributed Amount under this Agreement is \$20,000,000.

5. **Foundation Grant Request; Proposed Grant Award Process and Schedule.**

a. **The Foundation Grant Request.** The Foundation shall submit an annual written proposal according to the schedule below to the Donor for the Donor's consideration (the "Foundation Grant Request") and an accounting of the expenditure of any Contributed Amount previously received. If the Donor approves the Foundation Grant Request, the Donor shall make a contribution up to the amount listed in the below schedule to the Foundation, and the Foundation agrees to accept such Contributed Amount on behalf of the University as stated in the below schedule. If the Donor, in its sole and absolute discretion, does not approve the Foundation Grant Request, the Donor is under no obligation to contribute any funds to the Foundation or the University.

b. **Foundation Grant Request and Proposed Grant Award Schedule**

Foundation Grant Request Date	Donor Response and Proposed Contribution Date	Contributed Amount
On or about May 1, 2016	On or about July 1, 2016	Up to \$4,000,000
March 1, 2017	On or about May 1, 2017	Up to \$4,000,000
March 1, 2018	On or about May 1, 2018	Up to \$4,000,000
March 1, 2019	On or about May 1, 2019	Up to \$4,000,000
March 1, 2020	On or about May 1, 2020	Up to \$4,000,000

c. **The Fund.** The Foundation shall place all of the Contributed Amount in a segregated and restricted fund on its books and records called the "Scalia Legacy Fund for the George Mason University School of Law" (the "Fund"). The Fund shall be used solely to support the Scholarships as stated in this Agreement.

d. **Contingent Funding.** The Donor's support under this Agreement is expressly contingent upon the Foundation and the University collectively raising \$10,000,000 from other donors to provide funding for the Scholarships (the "Additional Donor Support"), which, pursuant to Section 3.b., the University deems to be tuition to provide the School Support. Therefore, the Donor shall not provide any of the Contributed Amount or be obligated to fulfill any other obligation until the Foundation and the University collectively receive the Additional Donor Support and provide the Donor with notice of receipt of the Additional Donor Support.

6. **Contributed Amount Used Solely for Educational Purposes for the Scholarships.**

a. **Tax Status.** According to IRS records, the Foundation is an organization described within the meaning of Internal Revenue Code (the "Code") sections 501(c)(3) and 509(a)(1). The University has furnished the Donor with records showing that it is an organization described in Code section 170(c)(1) or 511(a)(2)(B). The Foundation and the University agree to immediately notify the Donor if their respective tax statuses change.

b. **Educational Purpose.** The Contributed Amount will be expended solely for the Scholarships, which is: (i) a public purpose described in Code section 170(c)(1); and (ii) an educational purpose described in Code section 170(c)(2)(B). The Contributed Amount will not be used to influence legislation as described in Code section 170(c)(2)(B), to influence the outcome of any election, for a political campaign or intervention, to carry on any voter registration drive, or any other purpose that would jeopardize the Donor's tax treatment of the Contributed Amount as a charitable contribution.

c. The Scholarships. The Foundation and the University shall use all Contributed Amounts solely to support the Scholarships as stated in this Agreement and shall return to the Donor any Contributed Amount not expended for the Scholarships.

7. Third Party Beneficiaries.

a. BH Fund. The Parties agree that BH Fund, a Code section 501(c)(4) Virginia non-stock corporation, is a third party beneficiary of this Agreement. BH Fund and the Donor have previously agreed that the Donor has given BH Fund the right to enforce all of the Donor's rights in this Agreement, including the right to enforce the naming recognition described in Section 8. The Foundation and the University are not directly or indirectly entitled to the benefit of any waivers, indemnities, releases, or other provisions contained in any agreement between the Donor and BH Fund.

b. The Antonin Scalia Estate. The Parties agree that the Estate of Antonin Scalia (the "Estate"), as represented by its executor, and, upon its termination, any of its successors or assigns, are third party beneficiaries of this Agreement. During the lifetimes of the grandchildren of Justice Scalia who were age sixteen (16) or older at the time of his death, the Donor has given the Estate, and, upon its termination, any of its successors or assigns, the right to direct the University to stop use of the "School Name" (defined below) if, in their good faith opinion, the School has changed such that its continued use of the name would reflect unfavorably upon the reputation or legacy of the Justice. The School is to receive notice of this decision in accordance with Section 9(k), along with an opportunity to respond within sixty (60) days of such notice; provided, however, that the Estate and its successors and assigns retain sole discretion to determine whether to stop use of the School Name pursuant to this Section 7(b). Use of the School Name will be discontinued within two years of receiving notice pursuant to Section 9(k) from the Estate or its successors or assigns. If the Estate or its successors or assigns exercise the right to direct the University to stop use of the School Name, the Donor has the right, in its sole and absolute discretion, to terminate this Agreement.

8. School Name.

a. Naming Recognition. In recognition of the Donor's desire to honor United States Supreme Court Justice Antonin Scalia, the University shall rename the School so that its official name is "The Antonin Scalia School of Law at George Mason University" (the "School Name"). In informal oral or written communication the School Name may be shortened to "The Scalia School of Law," "The Scalia Law School," "Scalia Law," or similar formations. The School Name shall be prominently displayed at or about all means of ingress/egress to the facility where the School is housed, and shall be printed, embossed, or otherwise included, at University expense, on all letterhead, envelopes, business cards, news or press releases, announcements and other printed materials relating to the School or events occurring at the School. The University shall use its best efforts to cause third parties that, with the authorization or cooperation of the University, refer to the School in formal communication (including, by way of example and not limitation, speaking engagements, program materials, publications, videos, and internet communications), to incorporate the full and complete School Name in all such references to the School. The University agrees that it shall convert to the School Name by no later than July 1, 2016.

b. State Council of Higher Education for Virginia Approval of the School Name. This Agreement is contingent upon the approval of the State Council of Higher Education for Virginia of both the School Name and the de-naming provisions of Section 7(b).

c. Similar Academic Programs. The School Name shall be linked to any academic units the University creates in furtherance of the School's Mission, including any branches, affiliates, satellites, or other

locations worldwide. Accordingly, the University hereby states that any academic unit with a material focus similar to the School's Mission must solely be known as, and conducted under the auspices of, the School Name.

d. Publicity. The Foundation and the University shall allow **BH Fund** to review and approve the text of any proposed publicity about the conversion to the School Name, which includes or mentions the Donor or the amount to be contributed pursuant to this Agreement.

e. The Donor's Rights. If the Donor, in its sole and absolute discretion, determines that the School or any academic unit bearing the School Name is no longer principally focused on the School's Mission, the Donor has the right to pursue any remedy available at law or equity, and has the right to terminate this Agreement. The Donor has the right to enforce the naming recognition described in this Section 8, in addition to the rights under Section 7(b) of the Antonin Scalia Estate and its successors and assigns. The Parties agree that irreparable damage may occur to the Donor in the event that the University breaches any of the terms of this Section 8. The Parties further agree that, in the event of any such breach, the Donor may seek specific performance of the terms of this Section 8, in addition to any other remedy available at law or equity.

9. General Provisions.

a. The Donor has the right in its sole and absolute discretion to terminate this Agreement or discontinue or withhold any Contributed Amount if: (i) the Foundation or the University has not fully complied with any provision set forth in this Agreement; (ii) the Foundation or the University are not providing the School Support as stated in the Proposal; or (iii) such action is necessary to comply with any law applicable to the Foundation, the University, or the Donor. Such termination shall be deemed effective upon the expiration of thirty (30) days from the date notice was provided by the Donor to the Foundation or the University. In the event of termination of the Agreement, the Foundation and the University each agree to return all unexpended Contributed Amounts to the Donor within fifteen (15) days of the Donor's request. The Foundation and the University each represent and warrant that they are not relying on the Donor's proposed funding under this Agreement to incur any obligation or take any action or inaction.

b. The Foundation and the University acknowledge that the Donor has requested anonymity in connection with or as a condition of donating the Contributed Amount. The Foundation and the University agree to keep confidential and not to disclose to any third party the existence of or contents of this Agreement without express written approval from the Donor, except as otherwise may be required by law, including but not limited to the Virginia Freedom of Information Act. If the Foundation is required to disclose the existence of or the content of this Agreement to any third party, the Foundation agrees to provide the Donor prompt written notice in advance of such disclosure. If a request is made of the University to disclose the existence of or the content of this Agreement, the University agrees to provide the Donor prompt written notice of such request.

c. The terms contained in this Agreement supersede all prior oral or written agreements and understandings between the Parties related to the matters contained in this Agreement and shall constitute the entire agreement between the Parties with respect to the matters contained in this Agreement.

d. In the event of a conflict between the provisions stated in the body of this Agreement and those stated in the Proposal, this Agreement shall control.

e. This Agreement shall not be modified or amended except by a writing duly executed by the Parties to this Agreement, provided, however, that any modification or amendment of Section 7(b) shall also be agreed to in writing by the Antonin Scalia Estate as represented by its Executor and, upon its termination, by its successors or assigns.

f. The provisions of this Agreement are deemed severable and should any part, term, or provision of this Agreement be construed by any court of competent jurisdiction to be illegal, invalid, or unenforceable, the legality, validity, and enforceability of the remaining parts, terms, and provisions will not be affected thereby.

g. No delay or failure on any Party's part to enforce any right or claim which it may have hereunder shall constitute a waiver of such right or claim. Any waiver by any Party of any term, provision, or condition of this Agreement, or of any subsequent default under this Agreement in any one or more instances shall not be deemed to be a further or continuing waiver of such term, provision, or condition or of any subsequent default hereunder.

h. Other than the third party beneficiaries named in Section 7, this Agreement does not confer any rights or remedies upon any third party other than the Parties to this Agreement and their respective successors and permitted assigns.

i. This Agreement will be governed, interpreted and enforced in accordance with the laws of the Commonwealth of Virginia, without regard to conflict of law provisions. The Parties agree that any action or proceeding filed relating to this Agreement will be commenced and maintained exclusively in the state courts located in Arlington County, Virginia, or the federal courts located in the Eastern District of Virginia. Each of the Parties hereby expressly consents to the exclusive personal jurisdiction of such courts for any such action or proceeding.

j. The Foundation and the University may not transfer or assign their respective interests in the Agreement or any amount to be contributed pursuant to this Agreement without the express written consent of the Donor. The Donor has the right to assign its rights in this Agreement to any third party for any reason.

k. All notices, approvals, or requests in connection with this Agreement shall be in writing and shall be deemed given when delivered personally by hand or one business day after the day sent by overnight courier (in each case with written confirmation of receipt or transmission, as the case may be) at the following address (or to such other address as a Party may have specified by notice to the other Party pursuant to this provision):

If to the Foundation:
George Mason University Foundation
Office of the President, MS 1A3
4400 University Drive
Fairfax, Virginia 22030

If to the University:
George Mason University
Office of the President, MS 3A1
4400 University Drive
Fairfax, Virginia 22030

If to the Donor:



If to the Donor, carbon copy to:



l. This Agreement may be executed in several counterparts, each of which shall constitute an original and all of which, when taken together, shall constitute one agreement or direction. Copies of signatures (whether facsimile or other electronic transmission) to this Agreement shall be deemed to be originals and may be relied upon to the same extent as the originals.

[Signature Page Follows]

The Parties have hereby executed this Agreement as dated below, but agree that this Agreement is effective as of the Effective Date.

**GEORGE MASON UNIVERSITY
FOUNDATION, INC.**

By: Janet Bingham

Name: Janet Bingham

Title: President

Date: 3-31-16

DONOR

By: _____

Name: _____

Title: _____

Date: 3.31.2016

GEORGE MASON UNIVERSITY

By: Angel Cabrera

Name: Angel Cabrera

Title: President

Date: 3.31.16

George Mason University School of Law Grant Proposal
Submitted by Dean Henry N. Butler

Strategic Mission of the School

George Mason University School of Law's mission is to become a national leader in legal education by applying tools of economics and other social sciences to the study of legal doctrine, process, and institutions, such as the rule of law as it relates to Constitutional structure. To accomplish its goals, the Law School intends to:

- Attract high quality students, and educate them rigorously, with emphasis on legal research and writing as well as employment success.
- Maintain high faculty standards that reflect the high ambitions of the School's instructional program.
- Retain focus on the study of Law & Economics, which is a recognizable and recognized brand and which furnishes the faculty with a common culture and frame of reference in which to structure the School's priorities.
- Develop additional related areas of concentration and intellectual leadership such as intellectual property, legal history, constitutional studies, administrative law, and the relationship between law and liberty.

Scholarships

The School proposes to spend grant funds to increase the quantity and quality of the student body over the next 5 years.

School Support

Faculty Positions

The School will increase its faculty roster to approximately 45 professors by hiring twelve new faculty members in order to support growth of the student body:

- Three senior-level law professors;
- Three associate-level law professors; and
- Six assistant-level law professors.

Staff Positions

The School will employ at least one senior media professional to market the School to top prospective students and to make the research of the School's professors and students better known both inside and outside of academia.

Center Support

The School will advance the mission of two new academic centers in cooperation with the School's Law & Economics Center.

- Center for the Study of the Administrative State
- Center for Liberty & Law

Academic Freedom of the School

In accordance with academic freedom, the School, in compliance with all applicable University policies and procedures, has the sole and absolute discretion to determine and carry out all selection, research, scholarship, teaching, and service at the School. The School controls the search, recruitment, and selection process for the Faculty positions and Staff positions, and will independently select individuals for the Faculty positions and Staff positions in accordance with the University's policies, which include approval of the Dean, who is currently Dr. Henry N. Butler, approval of the Provost, and approval of the President, for all hiring.

Form 990

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

- ▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public
Inspection

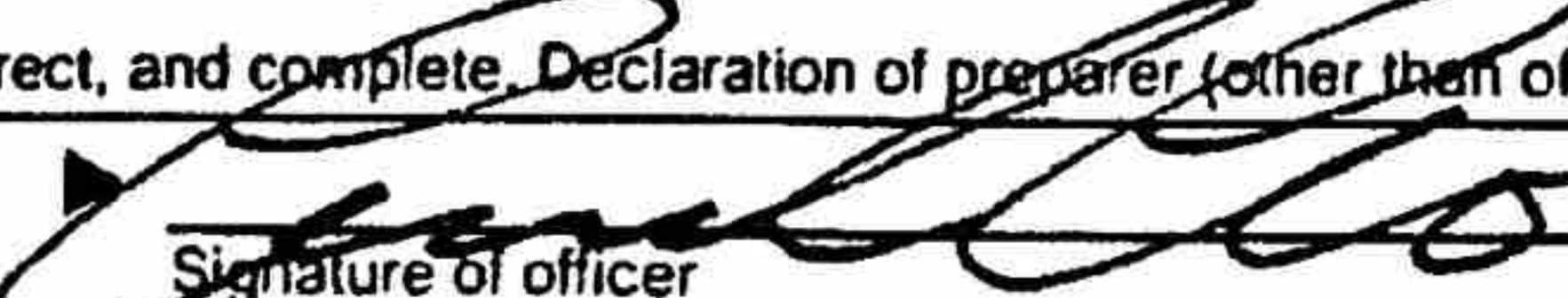
A For the 2017 calendar year, or tax year beginning and ending		D Employer identification number 81-1263832	
B Check if applicable:	C Name of organization BH Fund		E Telephone number (540) 341-8808
<input checked="" type="checkbox"/> Address change	Doing business as		G Gross receipts \$24,339,910.
<input type="checkbox"/> Name change	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 2010 Corporate Ridge Drive 700		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<input type="checkbox"/> Initial return	City or town, state or province, country, and ZIP or foreign postal code McLean, VA 22102		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No
<input type="checkbox"/> Final return/terminated	F Name and address of principal officer: Leonard Leo 2010 Corporate Ridge Drive Ste. 700 McLean, VA 22102		If "No," attach a list. (see instructions)
<input type="checkbox"/> Amended return	I Tax-exempt status: <input type="checkbox"/> 501(c)(3) <input checked="" type="checkbox"/> 501(c)(4) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		H(c) Group exemption number ▶
<input type="checkbox"/> Application pending	J Website: ▶		L Year of formation: 2016
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		M State of legal domicile: VA	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: To promote the rule of law and limited, constitutional government.			
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.			
	3	Number of voting members of the governing body (Part VI, line 1a)	2	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	2	
	5	Total number of individuals employed in calendar year 2017 (Part V, line 2a)	0	
	6	Total number of volunteers (estimate if necessary)	0	
	Revenue	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.
7b		Net unrelated business taxable income from Form 990-T, line 34	0.	
Expenses	8 Contributions and grants (Part VIII, line 1h)		Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)			24,250,000.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)			89,910.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)			
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)			24,339,910.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)			2,900,000.
	14 Benefits paid to or for members (Part IX, column (A), line 4)			
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)			
	16a Professional fundraising fees (Part IX, column (A), line 11e)			
	b Total fundraising expenses (Part IX, column (D), line 25) ▶			
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)			482,164.	
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)			3,382,164.	
19 Revenue less expenses. Subtract line 18 from line 12			20,957,746.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)		Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)			20,964,164.
	22 Net assets or fund balances. Subtract line 21 from line 20			6,319.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer 		Date 11/14/18	
	Leonard Leo President Type or print name and title			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed
	Howard Skolnik	Howard Skolnik	11/13/18	PTIN P01064967
	Firm's name ▶ Howard Skolnik CPA	Firm's EIN ▶ 47-5028428	Phone no. (602) 524-0974	
Firm's address ▶ 8203 E. Sierra Pinta Drive		Scottsdale, AZ 85255		

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☐**1** Briefly describe the organization's mission:**To promote the rule of law and limited, constitutional government.****2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code:) (Expenses \$3,300,000. including grants of \$ 2,900,000.) (Revenue \$)**BH Fund funded projects that promoted the rule of law and limited, constitutional government.****4b** (Code:) (Expenses \$ including grants of \$) (Revenue \$)**4c** (Code:) (Expenses \$ including grants of \$) (Revenue \$)**4d** Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ►**3,300,000.**

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A		X
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI		X
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII		X
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
20 a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	20a	X
b If "Yes," to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	X
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	X
24 a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
25 a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a	X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b	X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>	26	X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27	X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a	X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b	X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31	X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32	X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33	X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	X
35 a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36	
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37	X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	X

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V ☐

		Yes	No
1 a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	3
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X
2 a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b	
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	X
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O	3b	
4 a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	X
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c	
6 a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	X
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	0
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8	
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a	
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b	
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14 a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.Check if Schedule O contains a response or note to any line in this Part VI ☒**Section A. Governing Body and Management**

	Yes	No
1 a Enter the number of voting members of the governing body at the end of the tax year.		
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1a 2		
b Enter the number of voting members included in line 1a, above, who are independent		
1b 2		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Did the organization have members or stockholders?	6	X
7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a	X
b Each committee with authority to act on behalf of the governing body?	8b	X
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.	9	X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10 a Did the organization have local chapters, branches, or affiliates?	10a	X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11 a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12 a Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	X
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	X
13 Did the organization have a written whistleblower policy?	13	X
14 Did the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official.	15a	
b Other officers or key employees of the organization	15b	X
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16 a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ►

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, address, and telephone number of the person who possesses the organization's books and records: ► **(602) 989-9993**
Star Financial Management LLC 5109 82nd St. Ste. 1111 Lubbock, TX 79424

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☒ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) Leonard Leo President	1	X		X				0	0	0
(2) Jonathan Bunch Treasurer/Secretary	1	X		X				0	0	0
(3)										
(4)										
(5)										
(6)										
(7)										
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15)										
(16)										
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							0	0	0	
2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization										

- 3** Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? *If "Yes," complete Schedule J for such individual*
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*

	Yes	No
3		X
4		X
5		X

Section B. Independent Contractors

- 1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
Creative Response Concepts 2760 Eisenhower Ave Alexandria, VA 22314	Consulting	400,000.

- 2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization

1

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above.	1f 24,250,000.				
	g Noncash contributions included in lines 1a-1f: \$					
	h Total. Add lines 1a-1f.		24,250,000.			
Program Service Revenue		Business Code				
	2a _____					
	b _____					
	c _____					
	d _____					
	e _____					
	f All other program service revenue					
	g Total. Add lines 2a-2f					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		89,910.	89,910.		
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6a Gross rents	(i) Real (ii) Personal				
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
	7a Gross amount from sales of assets other than inventory	(i) Securities (ii) Other				
	b Less: cost or other basis and sales expenses					
	c Gain or (loss)					
	d Net gain or (loss)					
	8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
	b Less: direct expenses	b				
	c Net income or (loss) from fundraising events					
	9a Gross income from gaming activities. See Part IV, line 19	a				
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities					
	10a Gross sales of inventory, less returns and allowances	a				
b Less: cost of goods sold	b					
c Net income or (loss) from sales inventory						
Miscellaneous Revenue		Business Code				
11a _____						
b _____						
c _____						
d All other revenue						
e Total. Add lines 11a-11d						
12 Total revenue. See instructions		24,339,910.	89,910.			

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☒**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	2,900,000.	2,900,000.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal	37,298.		37,298.	
c Accounting	2,750.		2,750.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	41,917.		41,917.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	400,000.	400,000.		
12 Advertising and promotion				
13 Office expenses	199.		199.	
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a _____				
b _____				
c _____				
d _____				
e All other expenses _____				
25 Total functional expenses. Add lines 1 through 24e	3,382,164.	3,300,000.	82,164.	
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance SheetCheck if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year	(B) End of year
Assets	1 Cash — non-interest-bearing	0	1 14,421,308.
	2 Savings and temporary cash investments		2
	3 Pledges and grants receivable, net		3
	4 Accounts receivable, net		4
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6
	7 Notes and loans receivable, net		7
	8 Inventories for sale or use		8
	9 Prepaid expenses and deferred charges		9
	10 a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	
	b Less: accumulated depreciation	10b	10c
	11 Investments — publicly traded securities		11 6,542,856.
	12 Investments — other securities. See Part IV, line 11		12
	13 Investments — program-related. See Part IV, line 11		13
	14 Intangible assets		14
	15 Other assets. See Part IV, line 11		15
16 Total assets. Add lines 1 through 15 (must equal line 34).	0	16 20,964,164.	
Liabilities	17 Accounts payable and accrued expenses		17 6,319.
	18 Grants payable		18
	19 Deferred revenue		19
	20 Tax-exempt bond liabilities		20
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22
	23 Secured mortgages and notes payable to unrelated third parties		23
	24 Unsecured notes and loans payable to unrelated third parties		24
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25
	26 Total liabilities. Add lines 17 through 25	0	26 6,319.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
	27 Unrestricted net assets	0	27 20,957,845.
	28 Temporarily restricted net assets		28
	29 Permanently restricted net assets		29
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.		
	30 Capital stock or trust principal, or current funds		30
	31 Paid-in or capital surplus, or land, building, or equipment fund		31
	32 Retained earnings, endowment, accumulated income, or other funds		32
33 Total net assets or fund balances		33 20,957,845.	
34 Total liabilities and net assets/fund balances	0	34 20,964,164.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	24,339,910.
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,382,164.
3	Revenue less expenses. Subtract line 2 from line 1	3	20,957,746.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	20,957,746.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Name of the organization

BH Fund

Employer identification number

81-1263832

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☒ 501(c)(4) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☐ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

BH Fund

Employer identification number

81-1263832**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>		\$ <u>24,250,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.		(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.		(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.		(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.		(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.		(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.		(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

PUBLIC INSPECTION COPY

Name of organization

Employer identification number

81-1263832**BH Fund****Part II** Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization

BH Fund

Employer identification number

81-1263832

Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service
Name of the organization

Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States

Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Open to Public
Inspection

BH Fund

Employer identification number

81-1263832

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☒ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
(1) Donor's Trust								
1800 Diagonal St. Ste. 280 Alexandria, VA 22314		52-2166327	501C3	200,000.				General Support
(2) Freedom Opportunity Fund								
1030 15th St NW Ste. 182 B1 Washington, DC 20005		81-1199959	501C4	400,000.				General support
(3) America Engaged								
8300 Boone Boulevard Vienna, VA 22182		81-2072162	501C4	2,300,000.				General support
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 1
- 3 Enter total number of other organizations listed in the line 1 table 2

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

UYA

Schedule I (Form 990) (2017)

Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV **Supplemental Information.** Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

Recipients are requested to report on the use of donated funds.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

**Open to Public
Inspection**

Name of the organization

BH Fund

Employer identification number

81-1263832

Name of the organization

Employer identification number

BH Fund

81-1263832

Part VI Line 11b

A copy of the return is provided to the Organization's directors prior to filing

Part VI Line 12c

At the annual meeting of the Board of Directors the conflict of interest

is reviewed. During the year potential conflicts are reviewed as they arise.

Part VI Line 15a or b

There are no paid officers of the Organization and therefore this does not apply.

Part VI Line 18

The organization makes these forms available for public inspection upon

request in accordance with IRS requirements.

Part VI Line 19

The Organization does not make these materials available to the public.

Part IX Line 11g

Public relations & consul Total expenses - \$400,000 Program service expenses - \$400,000

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization

BH Fund

Related Organizations and Unrelated Partnerships

Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public
Inspection

Employer identification number

81-1263832

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) Freedom and Opportunity Fund 1030 15th st.NW Ste 182 B1 Washington, DC	Social advocacy	Delaware	501c-4				
(2) 20005 81-1199959							
(3)							
(4)							
(5)							
(6)							
(7)							

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of- year assets	(h) Disproportionate allocations?		(i) Code V - UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1)												0.0000
(2)												0.0000
(3)												0.0000
(4)												0.0000
(5)												0.0000
(6)												0.0000
(7)												0.0000

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (Corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1)							0.0000		
(2)							0.0000		
(3)							0.0000		
(4)							0.0000		
(5)							0.0000		
(6)							0.0000		
(7)							0.0000		

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.**Note:** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity
- b** Gift, grant, or capital contribution to related organization(s)
- c** Gift, grant, or capital contribution from related organization(s)
- d** Loans or loan guarantees to or for related organization(s)
- e** Loans or loan guarantees by related organization(s)
- f** Dividends from related organization(s)
- g** Sale of assets to related organization(s)
- h** Purchase of assets from related organization(s)
- i** Exchange of assets with related organization(s)
- j** Lease of facilities, equipment, or other assets to related organization(s)
- k** Lease of facilities, equipment, or other assets from related organization(s)
- l** Performance of services or membership or fundraising solicitations for related organization(s)
- m** Performance of services or membership or fundraising solicitations by related organization(s)
- n** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- o** Sharing of paid employees with related organization(s)
- p** Reimbursement paid to related organization(s) for expenses
- q** Reimbursement paid by related organization(s) for expenses
- r** Other transfer of cash or property to related organization(s)
- s** Other transfer of cash or property from related organization(s)

	Yes	No
1a		X
1b	X	
1c		X
1d		X
1e		X
1f		X
1g		X
1h		X
1i		X
1j		X
1k		X
1l		X
1m		X
1n		X
1o		X
1p		X
1q		X
1r		X
1s		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

	(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)	Freedom and Opportunity Fund	1b	400,000	Cash
(2)				
(3)				
(4)				
(5)				
(6)				

Part VI **Unrelated Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V - UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1)													0.0000
(2)													0.0000
(3)													0.0000
(4)													0.0000
(5)													0.0000
(6)													0.0000
(7)													0.0000
(8)													0.0000
(9)													0.0000
(10)													0.0000
(11)													0.0000
(12)													0.0000
(13)													0.0000
(14)													0.0000
(15)													0.0000
(16)													0.0000

Part VI **Unrelated Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V - UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1)													0.0000
(2)													0.0000
(3)													0.0000
(4)													0.0000
(5)													0.0000
(6)													0.0000
(7)													0.0000
(8)													0.0000
(9)													0.0000
(10)													0.0000
(11)													0.0000
(12)													0.0000
(13)													0.0000
(14)													0.0000
(15)													0.0000
(16)													0.0000

Part VII

Supplemental Information.

Provide additional information for responses to questions on Schedule R. See instructions.

218078002

**2018 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

**1. CORPORATION NAME:**

America Engaged

DUE DATE: 03/31/18

2. VA REGISTERED AGENT NAME AND OFFICE ADDRESS: ENTITY

SCC ID NO.: 0802968-8

NORTH ROCK REPORTS, LLC
45 NORTH HILL DR STE 100
WARRENTON, VA 20186

5. STOCK INFORMATION

CLASS	AUTHORIZED

3. CITY OR COUNTY OF VA REGISTERED OFFICE:

130-FAUQUIER COUNTY

4. STATE OR COUNTRY OF INCORPORATION:

VA-VIRGINIA

DO NOT ATTEMPT TO ALTER THE INFORMATION ABOVE. Carefully read the enclosed instructions. Type or print in black only.

6. PRINCIPAL OFFICE ADDRESS:

<input checked="" type="checkbox"/> Mark this box if address shown below is correct	If the block to the left is blank or contains incorrect data please add or correct the address below.
ADDRESS: 45 NORTH HILL DRIVE, SUITE 100	ADDRESS:
CITY/ST/ZIP WARRENTON, VA 20186	CITY/ST/ZIP

2018 MAY -8 AM 10:30

7. DIRECTORS AND PRINCIPAL OFFICERS:

All directors and principal officers must be listed.

An individual may be designated as both a director and an officer.

Mark appropriate box unless area below is blank <input checked="" type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If the block to the left is blank or contains incorrect data, please mark appropriate box and enter information below: <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME: LEONARD LEO TITLE: PRESIDENT ADDRESS: 45 NORTH HILL DRIVE, SUITE 100 CITY/ST/ZIP: WARRENTON, VA 20186	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME: TITLE: ADDRESS: CITY/ST/ZIP:

I affirm that the information contained in this report is accurate and complete as of the date below.

SIGNATURE OF DIRECTOR/OFFICER
LISTED IN THIS REPORT

Jonathan Burch - Secretary/Treasurer
PRINTED NAME AND CORPORATE TITLE

5/7/2018
DATE

It is a Class 1 misdemeanor for any person to sign a document that is false in any material respect with intent that the document be delivered to the Commission for filing.

2018 ANNUAL REPORT CONTINUED

218078002

CORPORATION NAME:

America Engaged

DUE DATE: 03/31/18

SCC ID NO.: 0802968-8

7. DIRECTORS AND PRINCIPAL OFFICERS: (continued)

All directors and principal officers must be listed.
An individual may be designated as both a director and an officer.

Mark appropriate box unless area below is blank: <input checked="" type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If the block to the left is blank or contains incorrect data, please mark appropriate box and enter information below: <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME: JONATHAN BUNCH TITLE: SECRET/TREASURE ADDRESS: 45 NORTH HILL DRIVE, SUITE 100 CITY/ST/ZIP: WARRENTON, VA 20186	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME: TITLE: ADDRESS: CITY/ST/ZIP:
Mark appropriate box unless area below is blank: <input checked="" type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If the block to the left is blank or contains incorrect data, please mark appropriate box and enter information below: <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME: TODD GRAVES TITLE: DIRECTOR ADDRESS: 45 NORTH HILL DRIVE, SUITE 100 CITY/ST/ZIP: WARRENTON, VA 20186	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME: TITLE: ADDRESS: CITY/ST/ZIP:
Mark appropriate box unless area below is blank: <input checked="" type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If the block to the left is blank or contains incorrect data, please mark appropriate box and enter information below: <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME: BOYDEN GRAY TITLE: DIRECTOR ADDRESS: 45 NORTH HILL DRIVE, SUITE 100 CITY/ST/ZIP: WARRENTON, VA 20186	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME: TITLE: ADDRESS: CITY/ST/ZIP:
Mark appropriate box unless area below is blank: <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If the block to the left is blank or contains incorrect data, please mark appropriate box and enter information below: <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME: TITLE: ADDRESS: CITY/ST/ZIP:	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME: TITLE: ADDRESS: CITY/ST/ZIP:

0001917





NINETEENTH JUDICIAL CIRCUIT OF VIRGINIA

Fairfax County Courthouse
4110 Chain Bridge Road
Fairfax, Virginia 22030-4009

703-246-2221 • Fax: 703-246-5496 • TDD: 703-352-4139

BRUCE D. WHITE, CHIEF JUDGE
RANDY I. BELLOWS
ROBERT J. SMITH
JAN L. BRODIE
BRETT A. KASSABIAN
MICHAEL F. DEVINE
JOHN M. TRAN
GRACE BURKE CARROLL
DANIEL E. ORTIZ
PENNEY S. AZCARATE
STEPHEN C. SHANNON
THOMAS P. MANN
RICHARD E. GARDINER
DAVID BERNHARD
DAVID A. OBLON

JUDGES

COUNTY OF FAIRFAX

CITY OF FAIRFAX

THOMAS A. FORTKORT
JACK B. STEVENS
J. HOWE BROWN
F. BRUCE BACH
M. LANGHORNE KEITH
ARTHUR B. VIEREGG
KATHLEEN H. MACKAY
ROBERT W. WOOLDRIDGE, JR.
MICHAEL P. McWEENY
GAYLORD L. FINCH, JR.
STANLEY P. KLEIN
LESLIE M. ALDEN
MARCUS D. WILLIAMS
JONATHAN C. THACHER
CHARLES J. MAXFIELD
DENNIS J. SMITH
LORRAINE NORDLUND
DAVID S. SCHELL

RETIRED JUDGES

July 5, 2018

By e-mail only: rhodges@mcguirewoods.com;
sfmurphy@mcguirewoods.com;
rgantt@mcguirewoods.com

Sean F. Murphy, Esq.
Robert L. Hodges, Esq.
E. Rebecca Gantt, Esq.
MCGUIREWOODS LLP
Tysons Corner – Richmond – Norfolk, Virginia

By e-mail only: ejohns@applmad.org

Evan D. Johns, Esq.
APPALACHIAN MOUNTAIN ADVOCATES
415 Seventh Street Northeast
Charlottesville, Virginia 22902

Re: *Transparent GMU v. George Mason University et. al.*, Case No. CL 2017-7484

Dear Counsel:

This decision examines the question of whether the George Mason University Foundation, Inc. (the “Foundation”), a corporation established to raise funds and manage donations made to benefit the George Mason University (the “University”), is a public body subject to the Virginia Freedom of Information Act (“VFOIA”). The overarching issue is whether the Foundation’s fundraising records are subject to VFOIA.

Upon consideration of the pleadings and arguments of counsel, the Court concludes that the Foundation is not a public body, and is persuaded by the arguments presented by the Foundation in its pre-trial memorandum of law dated April 18, 2018. Nonetheless, the University

is a public body, and for reasons as stated below, the records generated by the Gift Acceptance Committee and records of the University's decisions to accept conditional gifts and use remain subject to VFOIA. The University was dismissed earlier in this case, upon its proffer that no responsive documents were found to be in its possession. Although the University supplemented its proffer, the parties should not read this decision as foreclosing the disclosure of responsive documents for reasons as stated under Section III of this opinion.

I. Virginia Code § 2.2-3701 Defines a Public Body as an Entity Wholly Or Principally Supported By Public Funds or an Entity of a Public Body Created to Perform a Government Function or Advise the Public Body.

The definition of a “public body” under Va Code § 2.2-3701 can be dissected into six distinct parts and, as dissected, provides as follows:

“*Public body*” means

[Part 1:] any legislative body, authority, board, bureau, commission, district or agency of the Commonwealth or of any political subdivision of the Commonwealth, including cities, towns and counties, municipal councils, governing bodies of counties, school boards and planning commissions; governing boards of public institutions of higher education; and

[Part 2:] other organizations, corporations or agencies in the Commonwealth supported wholly or principally by public funds.

[Part 3:] It [a public body] shall include (i) the Virginia Birth-Related Neurological Injury Compensation Program and its board of directors established pursuant to Chapter 50 (§ 38.2-5000 *et. seq.*) of Title 38.2 and

[Part 4:] (ii) any committee, subcommittee, or other entity however designated, of the public body created to perform delegated functions of the public body or to advise the public body.

[Part 5:] It shall not exclude any such committee, subcommittee or entity because it has private sector or citizen members. Corporations organized by the Virginia Retirement System are “public bodies” for purposes of this chapter. (VFOIA)

[Part 6:] For the purposes of the provisions of this chapter applicable to access to public records, constitutional officers and private police departments as defined in § 9.1-101 shall be considered public bodies and, except as otherwise expressly provided by law, shall have the same obligations to disclose public records as other custodians of public records.

The Foundation is not an agency of the Commonwealth or any of its political subdivisions. It is not associated with the Virginia Birth-Related Neurological Injury Compensation Program,

the Virginia Retirement System, a constitutional office, or a police department. Consequently, the Foundation does not fall under Parts 1, 3, 5 or 6.

The questions remain whether the Foundation is supported wholly or principally by public funds under Part 2, or whether it is an entity of a public body created to perform delegated functions of the public body or to advise the public body under Part 4.

The fact that the Foundation has private sector members does not eliminate it from consideration as a public body under Part 5. Consequently, the fact that the majority of the Foundation's Trustees are from the private sector does not exclude the Foundation from being considered a public body.

In answering Part 2 and Part 4, the Court considered adopting a functional equivalent test, for reasons as argued by Petitioner. The facts in this case do correspond to facts in other jurisdictions where courts have easily applied a functional equivalent test, whether driven by multi-factor tests or by other reasoning, to conclude that a private foundation's acceptance and management of donations to support a public body is a public function subjecting the entity to FOIA actions. Similar facts exist here, including:

- The University's right to audit the Foundation;
- the Foundation's obligation to comply with the University's gift management policies, gift acceptance policies, and execution of comprehensive fund-raising and donor acquisition programs. *See* Joint Ex. 16-21 (University Policy No. 1123 (the Gift Acceptance Policy), University Policy No. 4008, Affiliation Agreements (2007, 2012, 2013, 2016));
- the fact that the Foundation may disburse funds only in compliance with, among other requirements, University policies;
- the fact that the University can choose to reject any such gift agreement for the support of a new University program or activity;
- the fact that any gift agreements supporting new programs or activities within the University must be signed by the University's Senior Vice President and Provost;
- the fact that the Governmental Accounting Standards Board considers foundations to be component units of public universities to prepare accurate accounting statements (*Determining Whether Certain Organizations are Component Units* (May 2002) (statement no. 39 of the Governmental Accounting Standards Board), <http://tinyurl.com/ocwovya>);
- the overlap of University personnel and their corresponding roles in the Foundation; notably, the fact that the Foundation's President, Dr. Janet E. Bingham, is also the University's Vice President for Development (Advancement) & Alumni Affairs. Additionally, the Foundation pays her entire salary. Joint Exhibit 19 at 3;

- the participation of Rector of the Board of Visitors and the President of the University in the activities and decisions of the Foundation. Joint Exhibit 19 at 4; Joint Exhibit 20 at B-31; Joint Exhibit 21 at 4; and
- the presence of University personnel in the Gift Acceptance Committee.

In considering the questions presented, the Court considered *amicus* briefs including the late pleading filed by the George Mason University Chapter of American Association of University Professors. As the Foundation argued, and as noted by the Court, some of the factual assertions contained in the pleading, while relevant to public policy concerns, were neither presented at trial nor relevant to the parties. The arguments raised in the pleading, including the amici briefs submitted previously, drew the Court's attention to the public policy concerns behind adopting a "functional equivalent" test as urged by Petitioner and as the Court previously suggested that it would do.

Ultimately, however, the Court declines to adopt either a totality of the circumstances analysis or a functional equivalent test. Although the Court appreciates the submission of additional legal decisions from other jurisdictions, including the briefs and order in *Libit v. The University of New Mexico Foundation, Inc. et. al.*, No. D-202-CV-2017-01620 (2d. Dist. N.M. June 26, 2018), the rationale found in such decisions outside of Virginia are not controlling authority on how a Virginia court should define entities subject to a VFOIA request.

The New Mexico Supreme Court, for example, has developed a totality of circumstances test to determine whether a private entity meets the definition of a public body. *Mem'l Med. Ctr. Inc. v. Tatsch Const. Inc.*, 12 P.3d 431, 440-41 (2000) (citing *Raton Pub. Serv. Co. v. Hobbes*, 417 P.2d 32 (N.M. 1966)). This test has not been similarly adopted by the Virginia Supreme Court. Specifically, in *Raton*, the Court applied the canon of statutory interpretation that it should give credence to the intent behind a statute and not limit that intent by the words as written if the two appeared to be in conflict. *Mem'l Med Ctr.* observed this holding as one directing substance over form.

While this Court appreciates the importance of reviewing legislative intent, where the language of the statute is clear, it is the province of the legislature to alter that language to effect any undisclosed intent, as was done in the wake of *RF&P Corp. v. Little*. 247 Va. 309, 314 (1994) (holding that a private corporation organized by the Virginia Retirement System was not a public body, which then prompted the legislature to define any such corporate entities organized by the Virginia Retirement System to be public bodies).

Adopting a functional equivalent or multi-factor test would create a new standard in Virginia, thus expanding the provisions of the VFOIA statute. Instead, the Court applies the plain language of the statute as written while giving due deference to what the VFOIA does not explicitly say.

Under a plain reading of VFOIA, the Court finds that the Foundation is not a public body because the stipulated and undisputed facts do not prove that the Foundation is either (1) wholly

or principally supported by public funds, or (2) an entity of a public body created to perform delegated functions of a public body or to advise a public body.

A. The Foundation is Not Supported Wholly or Principally by Public Funds

Public bodies are, by statute and by virtue of their office, “supported wholly or principally by public funds.” Va. Code § 2.2-3701. The Foundation is not supported wholly or principally by public funds simply because it engages in fundraising for the University or because from such funds, investments, and earnings it supports the programs offered by the University.

While Petitioner argues that the contributions and donations received and expended by the Foundation must be public funds because of the Foundation’s inextricable association with the University, and because the funds would have been held by the university in the absence of a foundation, the Court concurs with the West Virginia Supreme Court’s reasoning in *4-H Rd. Community Ass’n v. West Va. Univ. Found.*, 182 W. Va. 434, 438 (1989) that until otherwise addressed by the General Assembly “. . . money donated to the Foundation is garnered from private individuals” and not from public funds.

The West Virginia statute echoes the language of VFOIA by identifying public bodies to include “any other body which is created by state or local authority or which is primarily funded by the state or local authority.” W. Va. Code § 29B-1-2(3). Applying that statute, the West Virginia Supreme Court concluded that the management of private donations for the benefit of a public university was insufficient to confer public status on a private entity.

Public monies mostly derive from the government’s power to tax and to spend. Therefore, public funds, unlike private donations, are by their very nature procured involuntarily; in return, the public is entitled to know how those funds are spent by public officials.

Consequently, this Court also found persuasive the rationale expressed in the Indiana case of *State Bd. of Accounts v. Indiana Univ. Found.*, that private donations retain their private character if they are received by a private entity, even if that entity holds those funds for the benefit of a public body. 647 N.E.2d 342, 347-48 (1995). It is apparent when reviewing how courts from other states apply their respective FOIA law with regard to private foundations that the specific statutory guidelines and legislative enactments in those states weigh heavily in the courts’ analysis.

Moreover, since the various state legislators have not adopted exactly the same language or standards in their FOIA statutes, certain facts are of greater import than others. For example, in *4-H Rd. Community Ass’n*, the foundation held its own funds, while direct donations to the University were required by law to be deposited into the State Treasury. *Id.* at 435. Here the funds similarly go directly to the Foundation at issue and are not part of the Virginia’s Treasury. In the absence of clear legislative directive that entities such as the Foundation are to be considered public bodies, their right to exist as independent and privately formed entities overcomes the right of public inspection.

Insofar as government actions are intended to benefit the public at large, VFOIA exists to promote openness in government actions and to eliminate the transacting of government business

in secrecy. *Am. Tradition Inst. v. Rector & Visitors of Univ. of Va.*, 287 Va. 330, 339 (2014). The doctrine of openness does not extend so far as make available for public inspection the records of a private entity. Where the Virginia General Assembly has determined that certain entities ought to be subjected to VFOIA, it has specifically named them. It is more appropriate for the General Assembly, rather than the courts, to decide whether foundations created to support public universities are public bodies; for the court to do so would place an impermissible judicial gloss over the existing statutory provisions.

B. The Foundation is not a Sub-Entity of the University and does not perform a government function.

1. The Foundation is not a sub-entity of the University despite its presence on Campus and its use of some of the University's personnel.

The Petitioner argues that the Foundation is an “entity” of George Mason University, a publicly funded institution of higher education in the Commonwealth.

The Foundation is, however, an independent non-stock corporation that coexists alongside the University it serves. The undisputed fact is that a private foundation supporting the University was first incorporated in 1966, and that in the 1970’s a second private foundation was formed, which eventually acquired the assets of the first foundation. Joint Ex. 9; Stip. of Facts ¶¶ 12-24.

The first foundation later changed its name to the “George Mason University Instructional Foundation, Inc.,” and is the sole shareholder of the later-formed foundation, holding the entirety of the 1000 authorized shares. The later-formed foundation then adopted the name “George Mason University Foundation, Inc.” Why all of this was done is a curiosity, but answering that question is immaterial to addressing the issues presented here.

Importantly, the fact that a privately-formed Foundation “serves” a University, even if that is its sole purpose, is not sufficient for the Court to conclude that it is a sub-entity of the public body it serves.

In an October, 2009 Opinion, the Virginia Freedom of Information Council concluded that the American Frontier Culture Foundation, a fundraising entity serving the American Frontier Culture Museum, and mentioned alongside university foundations in Va. Code § 23.1-1010, was not a public body. Opinion of the Virginia Freedom of Information Advisory Council to Mr. Michael Lam (Oct. 23, 2009) (AO-09-09). In its opinion, the Council noted that the Foundation was a “corporate entity in its own right separate from the Museum and its Board” and its duties were governed by statute and not by the Museum or its Board. *Id.*

In an earlier opinion, the Attorney General of Virginia also advised that university foundations likewise are governed by the Non-Stock Corporation Act and not by the Boards of the

Universities with which they are affiliated.¹ They are separate from the Universities and are not sub-entities of them. Once established, they operate independently. The foundations' stated purposes of supporting public universities or other public institutions was not considered relevant to either the Attorney General in 1996 or the VFOIA Advisory Council in 2009.

On the discrete issue of whether or not the foundations were a part of their universities, which VFOIA independently requires in addition to a finding of public function, both advisory bodies found that they operate independently, in accordance with their bylaws, articles of incorporation, and statutes, and that they did not fall under the umbrella of their affiliated institutions. This Court likewise finds that the George Mason University Foundation, operating independently from George Mason University, and under its own bylaws, articles of incorporation, and statutes, is not a "committee, subcommittee, or other entity" of the University, and is therefore not a "public body" subject to VFOIA.

An exception may be made when private foundations receive public funds. For example, the Michigan Court of Appeals determined that a university foundation was a public body when Eastern Michigan University had transferred its entire \$7,700,000 endowment to its foundation, thereby funding it. The Foundation's continued existence was by virtue of its power over that endowment fund, and it therefore fell under the definition of "any other body which is created by state or local authority or which is primarily funded by or through state or local authority," much like the WV and IN statutes. *Jackson v. Eastern Mich. Univ. Found.*, 215 Mich. App. 240 (1996).

Funds once accepted, transferred and used by a public body become public monies.

In another example when public funds can transform a private entity into a public body, the Supreme Court of South Carolina found that the University of South Carolina's Foundation, called the Carolina Research and Development Foundation, fell within the scope of this definition because it received public funds. *Weston v. Carolina Research & Dev. Found.*, 401 S.E.2d 161, 163-64 (S.C. 1991).

In *Weston*, the court noted that (1) the University sold the Wade Hampton Hotel and gave the Foundation \$2,000,000 of the roughly \$5,000,000 received from the sale, (2) the Foundation accepted \$16,300,000 in federal grant money related to the University's development of the Swearingen Engineering Center, after representing to the federal government that the University was "acting through" the Foundation, and (3) relating to the University's development of the Koger Center, the Foundation accepted \$5,750,000 in cash grants from Richland County and the City of Columbia. These transactions were evidence of public funding sufficient to show that the Foundation was supported by and expending public funds; it was therefore a public body. *Id.*

¹ This opinion concluded that foundations are not "agencies or institutions of the Commonwealth" for purposes of the Workforce Transition Act. Va. Code § 2.2-3200, *et seq.* That Act has no definition section; the opinion generally analyzed the nature of foundations and determined that they are not a part of the Commonwealth as sub-entities of universities; that reasoning is instructive here.

C. The Foundation's Fundraising and Money Managing Activity are Not Public Functions under VFOIA.

The George Mason University is a public university. A university, whether public or private, is an "an institution for higher learning with teaching and research facilities constituting graduate and professional schools that award masters' degrees and doctorates and an undergraduate division that awards bachelor's degrees." *University*, THE AMERICAN HERITAGE COLLEGE DICTIONARY (3d ed. 1993).

The statutory objectives of George Mason University are to educate students, approve programs, and confer degrees. The General assembly has encouraged all public institutions to "increase their endowment funds and unrestricted gifts from private sources," but the purpose of such an endowment, and of the favorable way the Code treats gifts and endowments, is to "strengthen the services rendered by these institutions to the people of the Commonwealth." Va. Code § 23.1-101.

Fundraising strengthens the services rendered by the public university. The Virginia Code contemplates that fundraising is used (specifically in the form of university foundations) to advance the statutory objectives of the institutions. Fundraising is neither itself a service nor a statutory objective of the public institution in this Commonwealth. The legitimacy of the Foundation's efforts undertaken on behalf of a public entity are confirmed by several statutory provisions reflecting the General Assembly's approval of the work of the Foundation.

For example, under Va. Code § 23.1-1010(3), covered institutions of higher education are authorized to create or continue the existence of nonprofit entities for the purpose of soliciting, accepting, managing and administering grants and gifts and bequests, including endowment gifts and bequests and gifts and bequests in trust. Additionally, under Va. Code § 23.1-101(2), in determining the extent of financing higher education through public funds, the Commonwealth will not take into consideration the availability of the endowment funds and unrestricted gifts from private sources. § 23.1-101 expressly states that it is the public policy of the Commonwealth to encourage fundraising from private donors and make use of the those funds in accordance with the wishes of the donors.

Advancing a statutory objective is not equivalent to transacting public business. Although the Court considered the rationale found in other jurisdiction that fundraising is an essential function of a public university that depends on the strength of its endowment, the adoption of those rationales is not provided for in VFOIA, and it would constitute a judicial declaration beyond a statutory grant.

In contrast, the Pennsylvania Supreme Court defining a "commonwealth agency" to include "[a]n organization established by the Constitution of Pennsylvania, a statute or an executive order which performs or is intended to perform an essential governmental function", concluded that the raising of monies is an essential government function. *Stroudsburg Univ. Found. v. Office of Open Records*, 995 A.2d 496.

Joining Pennsylvania, the Supreme Court of Ohio determined that the University of Toledo Foundation was a public office, reasoning that public education is a governmental function and any solicitation and receipt of donations for the benefit of a public institution are likewise governmental functions. *State ex rel. Toledo Blade Co. v. Univ. of Toledo Foundation*, 602 N.E.2d 1159, 1163 (1992). Further, the Supreme Court of Iowa determined that, because fundraising “[advanced] the statutory objectives of the institution,” the foundation was performing a government function and that the disclosure of the records could not be prevented. *Gannon v. Bd. of Regents*, 692 N.W.2d 31, 40 (2005).

In those jurisdictions, the courts found that the services provided by the foundations equated to a public function or the transaction of a public business and folded the foundations into their FOIA laws.

Virginia courts, especially at the trial level, rely on the plain statutory expressions by the General Assembly rather than seeking to project any unspoken purpose behind the definitions of what constitute a public body or a public function.

III. Donations restricted in their use become public records once a public body accepts and makes use of the funds in observance with their restrictions.

This decision does not mean that the University has unfettered right to keep secret its use of gifted funds to create programs in compliance with conditions and restrictions imposed upon those gifts. The prior dismissal of the University was premised upon its representation that no responsive records were held by the University. This response has been subsequently amended. However, that does not mean that the University may accept funds from the Foundation without having to disclose any restrictions or conditions that may accompany the use of such funds.

The stipulated record reveals that there is at least one entity of the University by which such records could be held. That entity is the Gift Acceptance Committee, which falls under the responsibility of the both University Advancement and Alumni Relations Office and the Foundation. (Joint Ex. 16, GMUF 00358). The Gift Acceptance Committee is comprised mostly of University Personnel. The members include:

- the President of the Foundation/Vice President for Advancement and Alumni Relations of the University (Dr. Bingham);
- the University Provost;
- the Senior Vice President for Administration and Finance for the University;
- the Controller of the University;
- the Chief Financial Officer of the Foundation;
- the Associate Vice President of Advancement and Executive Campaign Director of the University;

- one of the deans currently serving as a representative on the Foundation's Board of Trustees; and
- the faculty member currently serving as a representative on the foundation's Board of Trustee.

In applying the same rationale that the Foundation is neither a public body nor engaged in a public function, any such independence or exclusion from VFOIA does not extend to the Gift Acceptance Committee. The work of the Gift Acceptance Committee cannot be conducted in secrecy, and the acceptance of every gift or endowment, with terms that are approved by the Committee and the President of the University, or otherwise signed off by the appropriate University official, produces public records. *See RF&P Corp.*, 247 Va. at 314 (holding that a private corporation was not a public body, but only so holding in the absence of evidence that a public body exercised control over its operations). Here, the University through its personnel dictates the operations of the Gift Acceptance Committee. The University's acceptance of any condition or restriction on the use of donated funds necessarily produces a record that is subject to VFOIA.

The Virginia legislature has meaningfully enacted a statute that provides for exemption from VFOIA for some of the information sought under Petitioner's requests. Va. Code § 2.2-3705.4(7) exempts from disclosure:

Information maintained in connection with fundraising activities by or for a public institution of higher education that would reveal (i) personal fundraising strategies relating to identifiable donors or prospective donors or (ii) wealth assessments; estate, financial, or tax planning information; health-related information; employment, familial, or marital status information; electronic mail addresses, facsimile or telephone numbers; birth dates of social security numbers of identifiable donors or prospective donors. Nothing in this subdivision, however, shall be construed to prevent the disclosure of information relating to the amount, date, purpose, and terms of the pledge or donation or the identity of the donor unless the donor has requested anonymity in connection with or as a condition of making a pledge or donation. The exclusion provided by this subdivision shall not apply to protect from disclosure (i) the identifies of sponsors providing grants to or contracting with the institution for the performance of research services or other work or (ii) the terms and conditions of such grants or contracts.

Therefore, the University's acceptance and use of funds consistent with the restrictions and conditions impose on those funds convert private funds and private records into public funds and public records. While it is possible that University officials may strive to conduct their business orally and avoid all written records of its agreements, secreting all such records within the Foundation, the Court declines to presume such intentional and evasive manipulation of such public transactions by University officials.

At the same time if such concerns were proven, the Virginia General Assembly ultimately retains the authority to remove the veils of such secrecy by defining the Foundation as a public body with the responsibility of raising and managing donations and endowments as a public function.

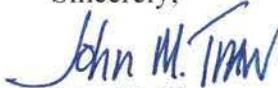
CONCLUSION

A decision to treat the Foundation as a public entity requires an examination and reformulation of public policy. As the Virginia Supreme Court recently observed, charting new public policy issues, especially those affecting VFOIA, fall within the purview of the General Assembly and not of the courts. *Daily Press, LLC v. Office of the Exec. Sec'y*, 293 Va. 551, 557 (2017). The Court also notes that, while it was not a dispositive fact in this opinion, the General Assembly proposed and declined to pass a bill last session that would have expanded the VFOIA definition of “public body” to expressly include any tax-exempt foundation “that exists for the primary purpose of supporting a public institution of higher education.” Senate Bill No. 1436 (Jan. 13, 2017). While the Petitioner argues that such actions may be equally interpreted such that the legislature merely concluded that there was no need for such an amendment because the foundation was already a public body holding public records, the actions or inactions of the legislature is a relevant fact to be considered with all the other stipulated facts, and such a statute remains a legislative solution.

As a matter of law, the Foundation is not a public body under VFOIA as it is presently situated. This decision does not absolve the University of the Responsibility, as a public body, to maintain records of the use of funds and programs it decides to develop. This also does not alter the conclusion on demurrer that, pursuant to Va. Code § 2.2-3704(B)(3)(j), records originating with the University and subsequently transferred elsewhere remain public records in the custody of the University.² Beyond that, until the legislature sees fit to supplement VFOIA, the public will have to trust in the *bona fides* of the school administration that they will not surrender their obligations of transparency despite the Foundation being able to retain its private status.

The Court extends its sincere appreciation to all parties for allowing it the time to review these issues of first impression. The Court requests that the attorneys for the Foundation prepare an Order reflecting this decision. This matter shall be set on the Court’s Friday, July 27, 2018 docket at 10:00 a.m. for entry of an Order. This date is simply a placeholder.

Sincerely,



John M. Tran

Judge, Fairfax Circuit Court

² Therefore, any agreement by the President of the University and any concurrence or support by the Gift Acceptance Committee is a public record. It appears an open question whether the University searched for records relating to the Gift Acceptance Committee. *See, Elizabeth Woodley’s* April 23, 2018 letter to Evan Johns, Esq. This decision leaves the parties in the position of voluntarily complying with their respective obligations as had been done before.

Cc: jschronce@huntonAK.com,
efuhr@huntonAK.com,
efeiler@huntonAK.com,
Counsel for Amicus Curiae, Virginia Business Higher Education Council;

chris@threshold.cc,
Counsel for Amicus Curiae, Virginia Coalition for Open Government, Inc.;

jck@jcklwegal.com,
*Counsel for Amicus Curiae, American Association of University Professors
George Mason University Chapter*

Gift Acceptance Policy – University Policy Number 1123, Revision – FY 2017

Responsible Offices:

University Advancement and Alumni Relations (advancement) and the George Mason University Foundation, Inc. (foundation)

Procedures:

- George Mason University Foundation, Inc. Gift and Other Revenue Financial Procedures
- George Mason University Foundation, Inc. Gift-In-Kind Procedures
- George Mason University Foundation, Inc. Real Estate Review Procedures
- George Mason University Foundation, Inc. Board of Trustees Real Estate Committee Charter
- George Mason University Foundation, Inc. Board of Trustees Investment Committee Charter

Related Law and Policy:

- Virginia Code § 23.1-1301. Governing boards; powers. <http://law.lis.virginia.gov/vacode/23.1-1301/>
- Donor Bill of Rights <http://www.afpnet.org/ethics/enforcementDetail.cfm?ItemNumber=3359>
- Association of Fundraising Professionals' Code of Ethical Standards <https://www.afpnet.org/files/ContentDocuments/CodeofEthics.pdf>
- CASE Reporting Standards and Management Guidelines for Educational Fundraising http://www.case.org/Samples_Research_and_Tools/CASE_Reporting_Standards_and_Management_Guidelines.html
- The Code of Ethics for George Mason University Foundation, Inc. http://fasterfarther.gmu.edu/wp-content/uploads/2015/09/gmuf_codeofethics07.pdf
- IRS Publication 526 – Charitable Contributions <https://www.irs.gov/pub/irs-pdf/p526.pdf>
- Generally Accepted Accounting Principles (GAAP) as codified by the Financial Accounting Standards Board (FASB) <https://asc.fasb.org>

I. Scope

This policy applies to all philanthropic gift activities of the university and the foundation.

II. Policy Statement

Private philanthropy is a critical component of the university's success and ability to achieve its mission. This policy serves to advise university and foundation personnel who assist in the gift planning, solicitation and recording processes in order to ensure that gifts are accepted in accordance with university objectives.

III. Responsibilities

- A. Principles of Fundraising – All university personnel will act in a professional manner and treat donors with respect. The university subscribes to the principles presented in the Donor Bill of Rights, which was created by the Association of Fundraising Professionals, the Association for Healthcare Philanthropy, the Council for Advancement and Support of Education (CASE) and the Giving Institute. Advancement staff will abide by the Association of Fundraising Professionals' Code of Ethical Standards. Representatives of the university will use their best judgement to help donors make informed gift decisions.
- B. Role of the Foundation – The foundation was established in 1966 to assist the university in generating private support and to manage, invest, and administer private gifts, including endowment and real property. Foundation staff abide by the George Mason University Foundation Code of Ethics in their support of the university.

C. Gift Acceptance Committee

1. Committee Members – The Gift Acceptance Committee is comprised of:
 - the president of the foundation and vice president for advancement and alumni relations of the university;
 - the university provost;
 - the senior vice president for administration and finance of the university;
 - the controller of the university;
 - the chief financial officer of the foundation;
 - the associate vice president of university advancement and alumni relations of the university;
 - the associate vice president of advancement and executive campaign director of the university;
 - one of the deans currently serving as a representative on the foundation's Board of Trustees;
 - and the faculty member currently serving as a representative on the foundation's Board of Trustees.

Each committee member will serve a term consistent with his or her tenure in the office or position specified above. The vice president for advancement and alumni relations, who also serves as the president of the foundation, will serve as chair of the Gift Acceptance Committee. The university's executive director of donor relations and advancement communications will serve as the staff liaison to the committee. The required membership of the Gift Acceptance Committee may change based on current staffing levels with approval from the university's vice president for advancement and alumni relations. A quorum is defined as a majority of the committee in attendance in person or by telephone.

2. Role of the Committee – The Gift Acceptance Committee is responsible for the implementation of the gift acceptance policy as authorized by the university's Board of Visitors and its president. The Gift Acceptance Committee will convene periodically to review for acceptance certain non-standard gifts, gifts of real and personal property and gift plans. The majority of gifts received by the foundation are for existing programs, are documented with a customary gift agreement and do not require review and approval of the Gift Acceptance Committee.

IV. Forms of Giving

- A. Cash and cash equivalents – All charitable gifts contributed in the form of cash, checks, money orders, electronic fund transfers, and credit or debit card transactions are recorded and acknowledged in accordance with foundation procedures and IRS regulations.
- B. Publicly traded securities – Gifts of publicly traded securities are based on the fair market value of the securities on the date of receipt. Publicly traded securities are valued, recorded, receipted and acknowledged in accordance with foundation procedures and IRS regulations. Securities are liquidated as soon as practicable by the foundation's broker unless otherwise directed by the president of the foundation.
- C. Non-liquid business interests – Closely held or restricted securities, sole proprietorships, general or limited partnership interests, S corporation stock, and real estate investment trusts

may be accepted as contributions only after review and approval by the Gift Acceptance Committee. Such gifts are valued, recorded, receipted, and acknowledged in accordance with foundation procedures and IRS regulations.

- D. Real estate – Gifts of real estate are considered for acceptance on a case-by-case basis. Real estate may be contributed outright, through a bargain sale arrangement, or conveyed through a planned or charitable giving arrangement. The Gift Acceptance Committee will approve or decline a prospective gift of real estate based upon the recommendation of the foundation's Real Estate Committee. Real estate gifts are valued, recorded, receipted and acknowledged in accordance with foundation procedures and IRS regulations.
- E. Tangible personal property – Gifts of tangible personal property (gifts-in-kind) with a value in excess of \$100,000 require the approval of the Gift Acceptance Committee. Gifts-in-kind with a value less than \$100,000 may be accepted with the approval of the appropriate dean or officer of the university. Gifts of tangible personal property are generally gifted to the university to provide resources that will enhance programs. The foundation reserves the right to sell, exchange or otherwise dispose of donated personal property; however, it is advised that gifts of tangible personal property not be accepted if it is the intention that they are to be sold within three years of receipt of the property. Gifts of tangible personal property received by the foundation are valued, recorded, receipted, and acknowledged in accordance with foundation procedures and IRS regulations.

V. Ways of Giving

- A. Outright Gift – A voluntary and irrevocable transfer of cash, publicly traded securities, non-liquid business interests, real estate or tangible personal property without the expectation of, or receipt of, direct economic benefit.
- B. Matching Gift – Many companies have matching gift programs that will match employee donations to 501(c)(3) organizations (foundation) or educational institutions (university).
- C. Pledge – A promise to make a gift over a period of time or at a future date. The pledge agreement outlines the amount of the gift, any donor designations, and the anticipated payment date or dates. A pledge may be unconditional, conditional or an intention to give. A conditional pledge is a promise to give only if future and uncertain conditions are met. Donor imposed designations are not the same as conditions. An intention to give is considered a revocable agreement. Unconditional pledges are recorded for accounting purposes in accordance with generally accepted accounting standards as codified by FASB. All pledge types are recorded for recognition purposes in the fundraising database in accordance with advancement and foundation procedures.

Pledges may be accepted for established university programs or purposes. The pledge payment schedule typically does not exceed 5 years. Payment schedules exceeding 5 years should be reviewed by the Gift Acceptance Committee. Pledges for new or not yet existing programs, or otherwise non-standard agreements exceeding \$100,000 must be approved by the Gift Acceptance Committee.

- D. Philanthropic Grant – Grant support from externally sponsored agreements which are charitable in nature are reported as contributions by advancement and the foundation. Pledge and payment information for such agreements will be provided to advancement and the foundation by the university Office of Sponsored Programs.

E. Deferred (Planned) Gift – A gift which the foundation will receive at a future date (usually upon the death of the donor or beneficiary) or over a period of time. Deferred gifts include: bequests and retirement plan designations, life insurance policies, charitable gift annuities, charitable remainder trusts, charitable lead trusts and remainder interests in real property.

1. Bequests and Retirement Plan Designations – The foundation accepts charitable bequests and retirement plan designations and will abide by donor designations indicated in the related documents, assuming such designations are applicable to current programs within the university and do not violate university policy, federal, state or local laws. If the intended use falls outside of the law and university policy, the university will adhere to the laws and regulations of the Commonwealth of Virginia regarding such matters.
2. Life Insurance Policies – The foundation accepts gifts of life insurance policies in cases where the foundation is named as both the owner and beneficiary, the policy is fully paid, and donor designations are for an established university program. Exceptions to this policy must be approved by the Gift Acceptance Committee. Donations of life insurance policies and contributions made to pay life insurance policy premiums will be valued, recorded, receipted and acknowledged in accordance with foundation procedures and IRS regulations.
3. Charitable Gift Annuities – The foundation and university advancement may promote and establish gift annuity contracts with donors in accordance with applicable federal law, IRS regulations and the laws and regulations of the Commonwealth of Virginia. The minimum contribution to fund an immediate gift annuity contract or a deferred payment gift annuity contract will be established by the Gift Acceptance Committee and may be adjusted at its discretion. All gift annuity contracts must be approved by the president and the controller of the foundation. The distribution rates will conform to the published rates of the American Council of Gift Annuities (ACGA). Any deviation from the ACGA rates must be approved by the Gift Acceptance Committee. Donations to establish charitable gift annuities will be valued, recorded, receipted and acknowledged in accordance with foundation procedures and IRS regulations. See Appendix A for current levels of required funding.
4. Charitable Remainder Trusts – The foundation may accept and administer contributions to charitable remainder trusts (CRT) in accordance with applicable federal law, IRS regulations, and the laws and regulations of the Commonwealth of Virginia. The foundation may serve as a trustee for charitable remainder annuity trusts (CRAT) or charitable remainder unitrusts (CRUT) only if it is named as a vested remainder beneficiary of at least 51 percent of the remainder value of the trust. Exceptions to this policy must be approved by the Gift Acceptance Committee. The minimum contribution to fund a charitable remainder trust will be established by the Gift Acceptance Committee and may be adjusted at its discretion. See Appendix A for current levels of required funding.

The Gift Acceptance Committee is authorized to establish CRT payout rates. All CRT payout rates established by the foundation must conform to applicable federal law, IRS regulations, and the laws and regulations of the Commonwealth of Virginia. Contributions of real estate to a CRT must be approved by both the Board of Trustees Real Estate Committee and the Gift Acceptance Committee. Any costs associated with the sale of real estate within a CRT will be charged to the trust's principal.

5. Charitable Lead Trust – University advancement may promote the use of charitable lead trusts (CLT) to donor prospects as a means of reducing income or estate taxes and providing support to the university at the same time. Income produced by a CLT for the benefit of the university may be restricted and designated in accordance with policies established for any other contribution. The foundation does not serve as trustee of CLTs. Any exception to this policy must be approved by the Gift Acceptance Committee. See Appendix A for current levels of required funding.
6. Remainder Interest in Personal Residence or Farm – University advancement may solicit gifts of remainder interests in personal residences or farms if the donor or other life tenant agrees in writing to be responsible for all maintenance, insurance, taxes and other costs associated with the property during the life tenancy. Gifts with a retained life estate must conform to other university and foundation policies regarding gifts of real estate. Gifts of remainder interests in personal residences or farms will be valued, recorded, receipted and acknowledged in accordance with foundation procedures and IRS regulations.

VI. Reporting

- A. Fundraising: Annual and Campaign Reporting – Total fundraising in support of the university for gift credit is the total of all new outright gifts, matching gifts, pledge commitments, philanthropic grants and deferred gifts documented in writing during the reporting period. Verbal pledges or commitments will not be recorded in giving totals. The amount of actual charitable receipts is reported separately and is the sum of all cash and cash equivalents, marketable securities, real estate and tangible personal property received in the reporting period, including payments on pledges.
- B. CASE Voluntary Support of Education (VSE) Survey – The CASE Reporting Standards and Management Guidelines for Educational Fundraising govern the management and reporting of gifts for the annual CASE VSE Survey.
- C. CASE Survey of Educational Fundraising Campaigns – The CASE Reporting Standards and Management Guidelines for Educational Fundraising govern the management and reporting of gifts for the CASE Survey of Educational Fundraising Campaigns.
- D. Foundation Financial Statements – All philanthropic activity is accounted for in accordance with GAAP as codified by the FASB.
- E. Foundation Gift Receipts – Gift receipts are provided to donors for their tax preparation purposes and are prepared in accordance with IRS regulations. Additional letters of thanks may be generated in alternative formats.

VII. Capital Gifts – Capital gifts support construction, renovation or refurbishment of campus facilities. Such gifts help the university to provide excellent and up-to-date environments for teaching, learning, research, and community life.

VIII. Endowment Funds and Minimums

- A. Endowment Funds – The foundation defines and manages its true and quasi-endowments in accordance with the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as adopted by the Commonwealth of Virginia, and GAAP as codified by FASB. Endowments may be designated by the donor for a restricted purpose in any school, college, department or

program within the university and may be named in honor of donors or their designees. Endowments are governed by a written gift agreement executed by the original or lead donor, the foundation, and the university. Endowment funds are invested and managed by professional investment advisors with the oversight of the Investment Committee of the foundation's Board of Trustees.

- B. **Endowment Minimums** – Endowments require a minimum level of funding to be established. The Gift Acceptance Committee is authorized to update these amounts as necessary. See Appendix A for current levels of required funding.

- IX. **Naming Opportunities** – Naming opportunities require a minimum level of funding to be established. The Gift Acceptance Committee is authorized to update these amounts as necessary. See Appendix B for current levels of required funding.

- X. **Compliance** – Adherence to this policy is the responsibility of all university staff involved in soliciting, documenting and accepting gifts. At each step in the drafting of a gift agreement, the pertinent staff (i.e. fundraisers, reviewers, signatories) will review the terms of each gift and strive to ensure that gifts are compliant with this policy, with IRS regulations, and with FASB requirements.

- XI. **Forms** – N/A

- XII. **Dates**

- A. **Effective Date:**

May 8, 2008; Revised and Approved December 1, 2010; Revised and Approved March 2, 2017

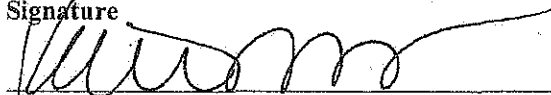
- B. **Date of Most Recent Review by Gift Acceptance Committee:**

January 18, 2017

- XIII. **Timetable for Review and Revision**

This policy, related procedures and Appendix A and B shall be reviewed at least biennially by the Gift Acceptance Committee. Revisions to this Policy may be approved by the Development Committee of the Board of Visitors.

- XIV. **Signature**



Kelly McNamara Corley, Secretary, George Mason University Board of Visitors

3-2-17

Date:

Appendix A – George Mason University Required Endowment and Deferred (Planned) Gift Minimums

I. Endowments ⁽¹⁾

The foundation defines and manages its true and quasi-endowments in accordance with the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as adopted by the Commonwealth of Virginia, and GAAP as codified by FASB. Endowments may be designated by the donor for a restricted purpose in any school, college, department or program within the university and may be named in honor of donors or their designees. Endowments are governed by a written gift agreement executed by the original or lead donor, the foundation, and the university. Endowment funds are invested and managed by professional investment advisors with the oversight of the foundation Investment Committee.

Endowments require a minimum level of funding to be established (table below). The Gift Acceptance Committee establishes the minimum required levels and updates the amounts periodically. Gifts may be made over a period of up to five years or through other means as described in University Policy 1123 – Gift Acceptance Policy. The Gift Acceptance Committee will review for acceptance non-standard endowment proposals on a case by case basis.

Endowment Type ⁽²⁾	Endowment Minimum
General Restricted Endowment – Established for a donor's designated purpose that is approved by the university, may be scholarship or program related	\$25,000
Endowed Lectureship – Established to provide program support for a lecture series, may include travel and honoraria, publication and reception costs	\$50,000
Endowed Fund for Undergraduate Scholarships (est. 50% tuition costs)	
In State Students	\$175,000
Out of State Students	\$325,000
Endowed Fund for Graduate Fellowships (est. 50% tuition costs)	\$175,000 - \$350,000
Endowed Fund for an Athletic Team – Established for general support of a specific athletic program	\$100,000
Endowed Fund for Head Coach Position – Established for general support of a coaching position in a particular sport	\$250,000 - \$1,000,000
Endowed Fund for Faculty Research – Established to fund research costs and related support for specified faculty or programs	\$250,000
Endowed Faculty Fellowship – Established to support academic endeavors for specified faculty and his or her programs	\$150,000

Endowed Professorships / Chairs – Established to support academic endeavors for specified professors and their programs or supplemental support for specified professors named to a chair position

Endowed Term Professorship	\$500,000
Endowed Professorship	\$1,500,000
Endowed Chair	\$2,000,000

Endowed University Executive Funds – Established to provide a discretionary fund for a university leader to utilize to enhance his/her strategic objectives

Endowed President's Fund for Excellence	\$10,000,000
Endowed Provost's Fund for Excellence	\$5,000,000
Endowed Dean's Fund for Excellence	\$1,000,000

II. Deferred (Planned) Gifts

Charitable Gift Annuity	\$25,000
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Charitable Remainder Trust	\$100,000
-----------------------------------	-----------

Charitable Lead Trust	\$1,000,000
------------------------------	-------------

(1) Endowment assets are invested in a widely-diversified portfolio managed by independent financial advisors. The endowment spending policy seeks to ensure that the present value of existing funds grows at a rate that exceeds inflation while generating a predictable stream of spendable income. The current spending or payout rate is four percent of the three-year rolling average of the market value for endowments with a fair market value (FMV) equal to or exceeding the corpus value. Any earnings in excess are reinvested in the endowment. A two-percent spending rate will apply for those accounts with a FMV below the original gift value, but not less than 80 percent of the corpus. If the FMV has diminished below 80 percent of the corpus, no distribution will be made.

(2) The minimum for creating a new non-endowed gift fund is \$5,000. Such funds may be used to support scholarships, prizes, awards and programs.

Appendix B – George Mason University Philanthropic Naming Opportunities

I. General Policy

A philanthropic naming opportunity is an invitation to a donor (or donors) to name a school/college, facility (such as a building or classroom), center, institute or other program (such as an Honors Program) in honor or memory of the donor or someone the donor wishes to recognize, in recognition of a gift made by the donor in an amount established by the university for the benefit of the corresponding program or facility. Honorific naming opportunities with no philanthropic component are governed by the university's Naming Committee. Contributions qualifying for naming opportunities may be utilized for facility construction or renovation, maintenance, program enhancement, and/or operations, scholarships or research. Contributions may or may not be endowed. The utilization of the gift must be set forth in a written agreement between the donor, the foundation and the university.

Naming opportunities, including the appropriate funding level, the funding plan and the manner in which the gift will be utilized, must meet with the approval of the president of the university after consultation with the Gift Acceptance Committee and, when required, the Board of Visitors. Naming opportunities for the establishment of a new center, institute or university program must meet with the approval of the president, after consultation with the provost, and the dean or vice president under which the program will be supervised.

Deans and/or directors may prepare naming opportunity plans in consultation with the Gift Acceptance Committee and the provost or vice president before such plans are presented to the president. The naming of multiple spaces within a single facility must be pre-approved in a written plan. The plan will identify the spaces to be named, the appropriate gift amount to name the space, and will outline how the funds will be utilized once collected.

II. Funding Requirements

The funding plan for a naming opportunity must be in writing and must meet with the approval of the president of the university after consultation with the Gift Acceptance Committee, and, when required, the Board of Visitors. Naming opportunities may be delayed until agreed upon funding requirements are met.

Outright gifts and written pledges for up to five years may be used to fully or partially fund a naming opportunity at face value. The president, after consultation with the Gift Acceptance Committee, must approve any pledge agreement that provides for any pledged amounts to be received beyond five years.

Testamentary deferred gifts (gifts by will, trust, retirement plan or life insurance policy) may be used in combination with an outright pledge to fully or partially fund a naming opportunity as long as the testamentary portion of the total commitment is no more than 50 percent of the total gift, is secured by a written pledge agreement and the present value of the gift will meet the agreed upon gift level. Irrevocable deferred gifts (gift annuities and charitable remainder trusts) may be used to fully or partially fund a naming opportunity as long as the present value of the gift meets the agreed upon gift level.

III. Philanthropic Naming Opportunities Listing

The Office of Donor Relations and Advancement Communications, University Advancement, maintains the listing of approved philanthropic naming opportunities. Unit specific naming opportunity gift plans are periodically updated with the consultation and approval of the Gift Acceptance Committee. The Gift Acceptance Committee will review for acceptance certain non-standard naming opportunity gift proposals.

From: [Elizabeth I Woodley](#)
To: [Allison Pienta](#)
Cc: ["Samantha Parsons"](#)
Subject: RE: VA FOIA for Records Relating to Gift Acceptance Committee
Date: Monday, August 20, 2018 8:55:03 AM

Good morning Allison,

This is in response to your FOIA request by email of 8/10/2018. The Gift Acceptance Committee did not review either the March 31, 2016 Grant Agreement with the anonymous donor or the March 31, 2016 Grant Agreement with the Charles Koch Foundation that resulted in the renaming of the Law School. Therefore, there are no records in response to your request.

Regards,

Elizabeth

Elizabeth Woodley, J.D.
FOIA Compliance Officer
George Mason University
703-993-5115

From: Allison Pienta [mailto:acaalim@verizon.net]
Sent: Friday, August 10, 2018 5:23 PM
To: Elizabeth I Woodley
Cc: 'Samantha Parsons'
Subject: VA FOIA for Records Relating to Gift Acceptance Committee

Elizabeth Woodley
FOIA Compliance Officer
George Mason University
Compliance, Diversity and Ethics, MS: 2C2
Fairfax, VA 22030-4444
(703) 993-5115
ewoodley@gmu.edu

Dear Ms. Woodley:

As you know, Judge Tran's July 5, 2018 decision in *Transparent GMU v. George Mason University* ruled that "records relating to the Gift Acceptance Committee" are public records "subject to the VA FOIA," and that it was unclear whether those records had been searched in that case. Because it is also unclear whether those records were searched based on my previous FOIA requests, I am now requesting all records relating to the Gift Acceptance Committee that pertain to the March 31, 2016 Grant Agreement with the anonymous donor and the March 31, 2016 Grant Agreement with the Charles Koch Foundation that resulted in the renaming of the Law School.

Pursuant to VA FOIA Section 2.2.-3704.F, I will pay "reasonable charges" for search and

copying costs up to \$500 for this request. If any part of the requested records are withheld or redacted in response to this request, please provide an index in accordance with Section 2.2-3704.B identifying “with reasonable particularity the volume and subject matter of withheld records, and cite, as to each category of withheld records, the specific Code section that authorizes the withholding of the records.”

Thank you,

Allison Pienta

Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

- ▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016**Open to Public
Inspection****A** For the **2016** calendar year, or tax year beginning

07/01, 2016, and ending

06/30, 2017

B Check if applicable:

- ☒ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization

GEORGE MASON UNIVERSITY FOUNDATION, INC.

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address)

Room/suite

4400 UNIVERSITY DRIVE, MSN 1A3

City or town, state or province, country, and ZIP or foreign postal code

FAIRFAX, VA 22030-4444

F Name and address of principal officer:JANET BINGHAM, 4400 UNIVERSITY
DRIVE, MSN 1A3 FAIRFAX, VA 22030-4444**D** Employer identification number

54-1603842

E Telephone number

(703) 993-8850

G Gross receipts \$ 157,928,078.**H(a)** Is this a group return for subordinates? ☐ Yes ☒ No**H(b)** Are all subordinates included? ☐ Yes ☐ No

If "No," attach a list. (see instructions)

H(c) Group exemption number ▶**I** Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527**J** Website: ▶ SEE SCHEDULE O**K** Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶ **L** Year of formation: 1991 **M** State of legal domicile: VA**Part I Summary****1** Briefly describe the organization's mission or most significant activities: TO ADVANCE AND FURTHER THE AIMS AND PURPOSES OF GEORGE MASON UNIVERSITY. SEE SCHEDULE O.**2** Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a)	3	45.
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	38.
5 Total number of individuals employed in calendar year 2016 (Part V, line 2a)	5	0.
6 Total number of volunteers (estimate if necessary)	6	50.
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	2,422,845.
b Net unrelated business taxable income from Form 990-T, line 34	7b	0.

		Prior Year	Current Year
Revenue	8 Contributions and grants (Part VIII, line 1h)	73,732,177.	62,567,864.
	9 Program service revenue (Part VIII, line 2g)	13,373,850.	13,190,212.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	6,505,516.	6,278,450.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,124,636.	2,983,822.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	94,736,179.	85,020,348.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	41,935,893.	54,444,961.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,194,475.	1,212,912.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 306,225.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	25,975,665.	22,996,226.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	69,106,033.	78,654,099.
Net Assets or Fund Balances	19 Revenue less expenses. Subtract line 18 from line 12	25,630,146.	6,366,249.
	20 Total assets (Part X, line 16)	397,768,759.	402,741,001.
	21 Total liabilities (Part X, line 26)	199,319,966.	196,283,244.
	22 Net assets or fund balances. Subtract line 21 from line 20	198,448,793.	206,457,757.

COPY FOR
PUBLIC INSPECTION**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

▶ Signature of officer _____ Date _____

▶ Type or print name and title _____

Paid Preparer Use Only

Print/Type preparer's name: MARY TORRETTA Preparer's signature: *Mary Torretta* Date: 03/13/2018 Check ☐ if self-employed PTIN: P00847851

Firm's name ▶ GRANT THORNTON LLP Firm's EIN ▶ 36-6055558

Firm's address ▶ 1000 WILSON BLVD, SUITE 1400 ARLINGTON, VA 22209 Phone no. 703-847-7500

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2016)

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII. ☒ X**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JOSEPH J. O'BRIEN, JR. CHAIR	1.00 0.	X		X				0.	0.	0.
(2) TERRI C. BEIRNE VICE CHAIR	1.00 0.	X		X				0.	0.	0.
(3) JEFFERY M. JOHNSON TREASURER	1.00 0.	X		X				0.	0.	0.
(4) JOHN T. NIEHOFF SECRETARY	1.00 0.	X		X				0.	0.	0.
(5) JANET BINGHAM TRUSTEE/PRESIDENT	20.00 20.00	X		X				0.	302,059.	31,733.
(6) HENRY BUTLER TRUSTEE	.50 40.00	X						0.	656,162.	60,041.
(7) ANGEL CABRERA TRUSTEE	.50 40.00	X						0.	639,719.	158,174.
(8) JAMES J. CONSAGRA TRUSTEE	.50 0.	X						0.	0.	0.
(9) DENNIS J. COTTER TRUSTEE	.50 0.	X						0.	0.	0.
(10) JEFFREY S. DETWILER TRUSTEE	.50 0.	X						0.	0.	0.
(11) GENE L. FROGALE TRUSTEE	.50 0.	X						0.	0.	0.
(12) NICOLE A. GELLER TRUSTEE	.50 0.	X						0.	0.	0.
(13) TIMOTHY GILLIS TRUSTEE	.50 0.	X						0.	0.	0.
(14) BENJAMIN H. GRAHAM TRUSTEE	.50 0.	X						0.	0.	0.

2016-17 State of Virginia salaries (/salaries/2016/state) /
George Mason University (/salaries/2016/state/george-mason-university)

Henry Butler

Admin - Professor and ES

2016-17 total compensation

\$345,664

Pay components

Base salary: \$245,664

Non-state salary: \$100,000

George Mason University rank	8 of 4,038
% of George Mason University median	529%
Work location	Arlington
Hire date	8/25/2010

More George Mason University employees

Name	Total pay
Angel Cabrera (/salaries/2016/state/george-mason-university/angel-cabrera)	\$683,717
Sushil Jajodia (/salaries/2016/state/george-mason-university/sushil-jajodia)	\$416,379
David Weisburd (/salaries/2016/state/george-mason-university/david-weisburd)	\$411,431
David Paulsen (/salaries/2016/state/george-mason-university/david-paulsen)	\$404,000
S David Wu (/salaries/2016/state/george-mason-university/s-david-wu)	\$387,436
Kenneth Ball (/salaries/2016/state/george-mason-university/kenneth-ball)	\$350,302
Jennifer Davis (/salaries/2016/state/george-mason-university/jennifer-davis)	\$346,834
Henry Butler (/salaries/2016/state/george-mason-university/henry-butler)	\$345,664
Daniel Polsby (/salaries/2016/state/george-mason-university/daniel-polsby)	\$338,802
Mark Ginsberg (/salaries/2016/state/george-mason-university/mark-ginsberg)	\$338,196

See all George Mason University employees (/salaries/2016/state/george-mason-university)

Other agencies

Select an agency

Name search

Search for a name



LAW & ECONOMICS CENTER FEDERAL JUDGES INITIATIVE

The Law & Economics Center at George Mason University's Antonin Scalia Law School is a national center for research and education that focuses on the timely and relevant economic analysis of legal and public policy issues confronting our nation. The LEC recognizes that a society of free and responsible individuals governed by a stable rule of law requires policymakers who understand how their decisions create incentives and how individuals alter their behavior in response. As such, we offer intellectually rigorous and balanced educational programs to federal and state judges, state attorneys general and their professional staff lawyers, and other policymakers in the belief that public servants who understand basic economic principles will be more likely to make sound decisions that uphold the rule of law and advance the free enterprise system.

The LEC's Judicial Education Program is the nation's preeminent provider of high-quality, balanced judicial seminars and conferences that focus on economic analysis and its relevance to the rule of law. For forty years, the Law & Economics Center has provided the classroom where thousands of state and federal judges have been trained in basic economics, statistics, regulatory analysis, and other disciplines. Through a combination of lectures and roundtable discussions, judges are taught how to dissect basic economic problems that commonly arise in legal disputes and how to resolve legal questions in a way that promotes sound constitutional principles while incentivizing productive economic activity. In the words of one federal judge attendee, the LEC's judicial programs have "made [judges] better at [their] work and improved the administration of justice." But today, our work is more important and timely than ever before.

The federal courts are in a state of enormous transition. There are currently 144 vacancies on the federal bench, and dozens more judges will retire or take senior status in the coming three years. With the White House and Senate controlled by the same party, President Trump may have an opportunity to nominate as much as one fifth of the federal judiciary by the end of his first term. No President since Ronald Reagan has had such an opening to transform the federal bench, and based on the quality of individuals already nominated to fill some of the vacancies, we can have some confidence these new judges will be predisposed to defend the Constitution, rational policymaking, and the rule of law. Nevertheless, all would benefit from educational programs that help them understand and appreciate the economic consequences of their court decisions.

To meet this new challenge, the Law & Economics Center has launched a Federal Judges Initiative within our Judicial Education Program, which is developing a series of special courses and curricula specifically designed for training federal judges—and, in particular, reaching the new federal judges who will be appointed over the coming years. The Initiative offers a once-in-a-generation opportunity to help mentor the evolution of the federal judiciary by focusing on the specific, cutting-edge issues of particular interest to new federal judges. It will also cover a host of legal and regulatory topics—such as health care, financial services, and environmental and energy regulation—that are being debated by policymakers today and will surely wind up in the courts tomorrow. Most importantly, our programs will arm judges with the information they need to support the rule of law and America's free enterprise system.

Our first program for federal judges was a workshop in October 2017 on the ways regulatory agencies use (and sometimes abuse) scientific and economic evidence when crafting new policies. The three-day program featured classroom style lectures by leading scientists and economists designed to help judges understand the scientific method and the way agencies produce and use scientific evidence, as well as a tutorial on regulatory impact assessments and the common tricks

agencies use to portray their proposed regulations as having substantial benefits and very little cost. Three former Office of Information and Regulatory Affairs administrators debated how to evaluate the costs and benefits of proposed rules, and a panel of esteemed federal judges discussed their experiences adjudicating scientific matters from the bench. Participating judges left the program talking about how much they had learned and how much they appreciated being included.

The LEC has five more Federal Judges Initiative programs scheduled for the 2017-18 academic year, tackling issues ranging from health care, insurance, and litigation reform to banking and securities regulation. And the number of dedicated programs for federal judges will be scaled up to as many as a dozen in each of the next three years. We are working closely with the Federalist Society and others who are advising the presidential administration on judicial nominations to recruit newly confirmed judges into the programs. Ultimately, the intense nature of the instruction by leading experts in these fields and relatively small class size (approximately 20 to 30 judges at each program) means that every participant receives substantive, hands-on training and will leave armed with the tools necessary to understand the long-term economic consequences of the decisions they render on these issues, thereby strengthening America's legal system.

To take advantage of this important opportunity, the LEC has shifted some financial resources and personnel from other activities. But fully funding the Federal Judges Initiative will nevertheless require significant new investment. The costs for instructor honoraria, travel, lodging, meals, books and study materials, venue expenses, and more for each of these three to five-day programs ranges from \$105,000 to over \$160,000 per event. With staff time, we anticipate spending at least \$900,000 in 2018 and up to \$1.6 million in 2019 just to fund the Federal Judges Initiative. Fortunately, we have already secured seed funding for the initiative. And one major supporter has pledged a significant challenge grant for each of the next three years to help us generate additional resources. Support from the Donner Foundation would help us seize this rare opportunity to reach the judges who have such an enormous influence on law and public policy.

The Federal Judges Initiative

The election of Donald Trump presents a historic opportunity for a new president to reshape the federal judiciary by appointing hundreds of new federal judges before the end of his first term, exerting an influence on the judicial branch unlike any president since Ronald Reagan. To take advantage of this once-in-a-generation opportunity to shape the contours of federal law for decades to come, the Antonin Scalia Law School, through its Law & Economics Center, has launched a Federal Judges Initiative to develop special courses and curricula expressly designed to educate the new federal judges who will be appointed over the coming years about economics and its role in the maintenance of a constitutional rule of law.

For four decades, the Law & Economics Center (LEC) has provided the classroom where federal and state judges have been trained in basic economics, accounting, statistics, regulatory analysis, and other disciplines. Programs are developed with the belief that, if judges understand economics and the important interplay of economics and the law, they will be more likely to make sound decisions that support the rule of law and the free enterprise system, thereby allowing free and responsible individuals to engage in productive enterprises, create new economic opportunities, and generally determine their own courses in life. LEC programs are designed to equip participants with the tools for understanding and appreciating the economic consequences of their policy decisions. And, since the center began offering educational programs for members of the judiciary, more than 5,000 state and federal judges have participated in one or more of LEC programs.

Contributions for the Federal Judges Initiative

Contributions in support of the Federal Judges Initiative at the Antonin Scalia Law School, George Mason University may be made by check or online to the George Mason University Foundation, Inc., a 501(c)(3) corporation established to support the activities of George Mason University.

Online contributions may be made through the giving link on law school's website – www.law.gmu.edu – and designated by including "Federal Judges Initiative" in the giving opportunity text box.

Checks should be made payable to "George Mason University Foundation"* with "Law School/Federal Judges Initiative" in the memo field and sent to:

Henry N. Butler
Dean and Professor of Law
George Mason University Antonin Scalia Law School
3301 Fairfax Drive
Hazel Hall, Suite 200
Arlington, VA 22201

Federal Tax Identification Number

54-1603842

Contact Information

Law School Dean Henry N. Butler may be reached by phone at (703) 993-8644 or by e-mail at hnbutter@gmu.edu.

Elizabeth I Woodley

From: Gregory P Conko
Sent: Tuesday, May 22, 2018 8:15 PM
To: Henry N Butler
Cc: Hinkey, Brett; Paige V Butler; Niehoff, Saskia M.; Michael Tokarchick
Subject: Re: Grant for FJI in LEC ...

Yes. Thank you, Brett. We'll prepare the request letter and get it to you first thing in the morning.

Greg

On May 22, 2018, at 7:53 PM, Henry N Butler <hnbutler@gmu.edu> wrote:

Thanks, Brett. We'll take care of it tomorrow.

Onward and Upward!

Henry

Henry N. Butler
Professor and Dean
Antonin Scalia Law School
George Mason University
3301 Fairfax Drive
Arlington, VA 22201
HNButler@GMU.EDU
703-993-8644 (O)
224-330-0540 (C)

On May 22, 2018, at 7:51 PM, Hinkey, Brett [REDACTED] > wrote:

I'm pleased to share with you that the Charles Koch Foundation has approved a grant to support the Federal Judges Initiative of the Law & Economics Center.

We'd like to proceed with making the 450K payment to support the program.

Attached is a request letter template – similar to what we've previously received from GMU and GMUF. Once we receive the request letter from you we can put the payment in the queue.

Please let me know if you have any questions.

Brett Hinkey
Program Officer, University Investments
Charles Koch Foundation



charleskochfoundation.org

<Request Letter Template.docx>



May 23, 2018

Charles Koch Foundation
[REDACTED]
[REDACTED]
[REDACTED]

To Whom It May Concern:

[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

According to the information furnished with this request, George Mason University is a state instrumentality qualified under Internal Revenue Code ("Code") section 170(c)(1) or 511 (a)(2)(B).

Any grant awarded shall be expended exclusively for charitable purposes described in Code section 170(c)(2)(B) and no part of the grant will be used for a lobbying purpose or to engage in any political activity.

Please do not hesitate to contact me if you have any questions about the above-mentioned grant request.

A handwritten signature in blue ink, appearing to read "H N Butler".

Henry N. Butler
Dean, Antonin Scalia Law School at George Mason University
hnbutler@gmu.edu
(703) 993-8644

THOMAS W. SMITH FOUNDATION, INC.



February 4, 2018

Mr. Henry N. Butler
Dean and Professor of Law
Antonin Scalia Law School
George Mason University
3301 Fairfax Drive
Arlington, VA 22201

AMOUNT: \$200,000 - TWSF #1407

The enclosed payment in support of expanded programs in law and economics for federal judges at the Antonin Scalia Law School is being made under the name of *Mr. and Mrs. Thomas W. Smith*. We understand these funds will be used to match other pledges already made from the Charles Koch Foundation and an anonymous donor. This payment represents the first of two installments on the grant.

We require a written acknowledgment from your organization for the enclosed contribution. The acknowledgement must state 1) the amount of the grant and date contributed,
2) whether your organization is a public 501(c)(3), and
3) what portion of the grant is tax deductible.

Please mail the acknowledgement to: Mr. and Mrs. Thomas W. Smith



Regards,

A handwritten signature in blue ink that reads "Lori Curley".

Lori S. Curley, Trustee

Thomas W. Smith Foundation, Inc.

4/4/2018

PAY TO THE
ORDER OF George Mason University Fdtn

\$ **200,000.00

Two Hundred Thousand and 00/100***** DOLLARS

A PROTECTED AGAINST FRAUD



Henry N. Butler, Dean & Professor of Law
George Mason U.-Antonin Scalia Law School
3301 Fairfax Drive
Arlington, VA 22201

MEMO

Expanded Law & Economics Programs for Fed. Judges



LAW & ECONOMICS CENTER ATTORNEYS GENERAL INITIATIVE

The Law & Economics Center at George Mason University's Antonin Scalia Law School is the nation's premier center for educating policymakers and other thought leaders about the economic analysis of law. We believe that, if policymakers understand economics, they will be more likely to make sound decisions that support the rule of law and the free enterprise system, thereby allowing free and responsible individuals to engage in productive enterprises and create new economic opportunities. To advance that goal, we offer intellectually rigorous and balanced educational programs to state attorneys general and their professional staff lawyers, federal and state judges, U.S. congressional staff members, and other policymakers to inject sound economic analysis into legal and policy discussions and improve public policy outcomes.

Through their enforcement actions and litigation decisions, state attorneys general are among the most important policy makers in the country, and their work often has broad economic impacts. The LEC's Attorneys General Education Program offers courses that provide state AGs and their senior staff attorneys with a broad-based understanding of economics and its relevance to pressing public policy debates of the day. These two- to four-day programs offer boot camp-style training in basic micro-economic concepts and show participants how to use economic tools to analyze a variety of specific topics relevant to state policymakers, ranging from banking and insurance to consumer protection and employment policy. Through these programs, participants develop a clearer sense of the economic consequences of their prosecutorial and policy decisions. More than 700 attorneys general staff lawyers from 49 U.S. states and territories have participated in at least one of the AGE's programs since it was founded in 2009.

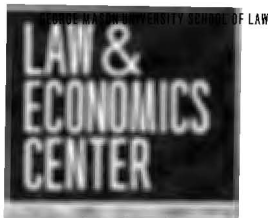
Today, changes in Washington signal new opportunities on the horizon for state policymakers. Over the next several years, as the federal government begins to roll back some of the regulatory excesses of the previous administration—in areas such as environmental regulation, energy policy, health care, labor and employment law, and financial regulation—state AGs will have increased opportunities to influence these changes. Efforts by federal agencies to reform regulatory policies and devolve power to the states will no doubt be challenged in court, so state AGs can play a constructive part by joining the litigation to represent states' interest in regulatory reform. And, as the locus of power on various regulatory fronts shifts to the states, AGs and their professional staff attorneys will need to take an active role in shaping the new structure and implementation of state regulatory policy.

To take advantage of the changing legal landscape, the LEC will launch an Attorneys General Initiative in spring 2018 to prepare state AGs and their staff members to play a role in these important legal and regulatory challenges. For decades, liberal state AGs have led the charge to use America's courts as an instrument to expand federal power. Only recently have opponents of federal encroachment become activated to fight back. They have the will to fight, but they frequently lack substantive knowledge of the minutiae of federal regulatory policy to know where legal leverage points lie.

In areas such as health care, financial services, consumer protection, and environmental policy, AGs can play an active and productive role in creating a new regulatory framework that advances federalism, the rule of law, and pro-growth policies. Our job will be to help AGs and their senior staff lawyers gain the subject-matter knowledge and a deeper understanding of the regulatory and litigation environment, so they can seize opportunities to wrest control of regulatory policy from the federal government. And we will leverage our close relationships with a number of state AGs to recruit new participants.

The first of our AG Initiative programs will be an intensive three-day workshop in March 2018 that will feature leading experts on environmental regulation, banking law, insurance, and the principles of constitutional federalism. Participants will first receive a refresher course on the foundations of the federal system the framers of our Constitution intended to establish—not only how regulatory power was intended to be apportioned between states and the national government, but why. They will then get substantive tutorials on the finer points of environmental policy and banking law, two fields where the struggle between national and state governments has been most fierce. And every participant will leave with a far deeper understanding of the way state AGs can play a more constructive role as legal advocates and policymakers in the fight to devolve power from Washington to the local level. Other programs will focus more deeply on issues ranging from health care to education policy and from energy to insurance.

Implementing our Attorneys General Initiative will require new investment to cover the increases in staff time and programmatic offerings necessary to fully take advantage of this opportunity. Because we are launching it late in the LEC's fiscal year, the AG Initiative's budget for 2017-2018 is only \$340,000. But programming will increase rapidly beginning with the Fall 2018 academic semester. We anticipate budgeting over \$900,000 for six AG Initiative programs in our 2018-19 fiscal year. Support from the Donner Foundation will make it possible for the LEC to ensure that state AGs and their professional staff attorneys have the training they need to productively contribute to looming debates over the state-federal balance of power.



SUMMIT ON FEDERALISM AND THE FUTURE OF FOSSIL FUELS

Wednesday, January 16 & Thursday, January 17, 2013

Oklahoma City, Oklahoma

Convened by The Honorable E. Scott Pruitt, Attorney General of Oklahoma

Sponsored by Mason Attorneys General Education Program

Henry N. Butler, Executive Director, Law & Economics Center

AGENDA

Wednesday, January 16, 2013

Sessions held at the Skirvin Hilton, Venetian Room

- 1:00 – 2:00 pm** **Registration, The Skirvin Hilton, Venetian Foyer**
- 2:00 – 2:15 pm** **Welcome and Introductory Remarks**
The Honorable E. Scott Pruitt, Attorney General of Oklahoma
- 2:15 – 3:30 pm** **Coal Generation – Regulatory Challenges to Federalism**
Karl R. Moor, Senior Vice President and Chief Environmental Counsel, Southern Co.
Jacob A. Williams, Vice President, Generation Development, Peabody Energy
Steve Thompson, Executive Director, Oklahoma Department of Environmental Quality
Moderator: Paul M. Seby, Partner, Moye White
- 3:45 – 4:45 pm** **Oil and Gas Industry Dynamics**
Christopher B. McGill, Vice President, Policy Analysis, American Gas Association
Chris Wright, CEO, Liberty Resources LLC
Moderator: The Honorable Tim C. Fox, Attorney General of Montana
- 5:00 – 6:30 pm** **The Oil and Gas Industry – Regulatory Challenges to Federalism**
William F. Whitsitt, PhD, Executive Vice President, Public Affairs, Devon Energy Corp.
Roger R. Martella, Jr., Partner, Sidley Austin
Richard O. Faulk, Chair, Litigation Department, Gardere Wynne Sewell
Christopher J. Dodson, Deputy General Counsel – Americas, ConocoPhillips
Peter Kruselnicki, Vice President, Stakeholder Relations, TransCanada
Moderator: The Honorable Mark L. Shurtleff, Troutman Sanders
- 6:30 – 7:30 pm** **Reception, Continental Foyer**
- 7:30 – 9:00 pm** **Dinner, Continental Room**
Dinner Speaker: Harold Hamm, Chairman, Continental Resources

Thursday, January 17, 2013

AG Strategy Sessions held at the Skirvin Hilton, Venetian Room

- 7:30 – 9:30 am** **Working Breakfast, Continental Room**
- Responses to the Challenges Facing Federalism**
F. William Brownell, Partner, Hunton & Williams
Peter S. Glaser, Partner, Troutman Sanders
Kirsten L. Nathanson, Partner, Crowell & Moring
David B. Rivkin, Jr., Partner, Baker Hostetler
Moderator: The Honorable Wayne K. Stenejem, Attorney General of North Dakota
- 10:00 am – 12:00 pm** **AG Strategy Session – AG Offices Only**
Facilitator: Jonathan H. Adler, Professor of Law and Director, Center for Business Law & Regulation, Case Western Reserve University School of Law
- 12:15 – 1:15 pm** **Working Lunch – AG Offices Only**
- 1:30 – 3:15 pm** **Continuation of AG Strategy Session – AG Offices Only**
- 3:15 – 3:30 pm** **Summation and Adjournment – AG Offices Only**
The Honorable E. Scott Pruitt

Elizabeth I Woodley

From: Henry N Butler
Sent: Tuesday, February 25, 2014 5:21 PM
To: jha5
@case.edu;jon.bargas@dvn.com;dan.barron@arlp.com;Tom.Bates@oag.ok.gov;jessica.b
lome@ago.mo.gov;wendy.brooks@wpenergy.com;bbrownell@hunton.com;anita.sche
uler@nebraska.gov;jonathan.bunch@fed-soc.org;Henry N
Butler;cason.carter@arlp.com;Jeff.Chanay@ksag.org;david.cookson@nebraska.gov;chris
.j.dodson@conocophillips.com;ddonohue@wnj.com;reminger@cleancoalusa.org;clayto
n.eubanks@oag.ok.gov;Richard Faulk;Jonathan
Foltz;hurdler.fox@gmail.com;njfrancisco@jonesday.com;nancy.korting@alaska.gov;pete
r.glaser@troutmansanders.com;bgrant@law.ga.gov;harold.hamm@clr.com;rhastie@hu
nton.com;melissa.houston@oag.ok.gov;blake.johnson@nebraska.gov;Mary C
Jones;kendra.jones@arkansasag.gov;jeremy.knee@ago.mo.gov;peter_kruselnicki@trans
canada.com;mimi.larsen@moyewwhite.com;sarah.lenti@gmail.com;jamie.maddy@chk.co
m;manningp@michigan.gov;rmartella@sidley.com;pmconckie@utah.gov;cmcgill@aga.
org;andrewpmiller@verizon.net;michael.ming@doe.ok.gov;krmoor@southernco.com;D
orysamoores@marathonoil.com;cate.crutcher@myfloridalegal.com;knathanson@crowell
.com;frederick.nelson@ohioattorneygeneral.gov;solens@law.ga.gov;mourada@cleanco
alusa.org;rpaduchik@cleancoalusa.org;bradford.phelps@arkansasag.gov;ramirez@ag.s
tate.la.us;scott.pruitt@oag.ok.gov;drivkin@bakerlaw.com;Brent.Rockwood@dvn.com;kr
ogers@aga.org;masagsve@nd.gov;delberta.pfeifer@ksag.org;paul.seby@moyewwhite.co
m;rshelby@aga.org;mark.shurtleff@troutmansanders.com;tskinner@jonesday.com;son
neveltdt@michigan.gov;katie.spohn@nebraska.gov;stjohnkm@doj.state.wi.us;wstenehj
em@nd.gov;sstone@hunton.com;Terri.Connell@state.co.us;saexeter@utah.gov;lyndon.
taylor@dvn.com;steve.thompson@deq.ok.gov;kturner@ago.state.al.us;mturpen@riggs
abney.com;bill.whitsitt@dvn.com;Rich.Williams@state.sd.us;jwilliams@peabodyenergy.c
om;mwood@ago.state.ms.us;chris.wright@libertyresourcesllc.com;allen.wright@dvn.co
m;patrick.wyrick@oag.ok.gov
Cc: Colleen E Cherico;Karen M Czarnecki;Jeffrey Smith
Subject: INVITATION: Public Policy Conference on Energy and the Environment, George Mason
Law School, Arlington, Virginia, Monday, April 7, 2014
Attachments: DRAFT AGENDA -- LEC Public Policy Conference on Energy and the Environment April
7 2014 draft of 2-25-14.pdf

Dear Friends,

After General Pruitt's successful January 2013 Summit on Federalism and the Future of Fossil Fuels in Oklahoma City, the Mason Law & Economics Center started making plans to launch an Initiative for Energy and the Environment. Richard Faulk, formerly of Gardere in Houston, joined us in July to lead this effort. You may recall that Rick participated in the OKC summit. Here's some more information about the Initiative. <http://www.masonlec.org/programs/initiative-energy-environment>

Rick and I are putting together the Initiative's first major event – a Public Policy Conference on “Energy and the Environment: Old Fuels, New Technologies, and Market Dynamics” to be held at George Mason University School of Law in Arlington, Virginia on Monday, April 7. A draft agenda is attached.

The target audience of this conference is the Washington public policy community plus senior staff from state AG offices.

All attendees from the OKC Summit are welcome to attend. There is no registration fee, but we do require that you register in advance. Please click here to register:

<http://www.masonlec.org/events/event/164-lec-public-policy-conference-energy-environment-old-fuels-new-technologies-market>

The Mason Attorneys General Education Program (AGEP) is subsidizing attendance of AGs and their senior staff. The AGEP reimburses transportation expenses and provides group meals and lodging. To date, 44 representatives from AGs offices are registered. We are limiting future registration to AGs and senior staff who attended the OKC Summit. **AGs and senior staff must register by Friday, March 7.** Please contact Colleen Cherico, Program Assistant AGEP, at ccherico@gmu.edu and 703.993.9964, with any questions.

If you are able to join us for the conference, you will be invited to a private dinner on Sunday, April 6 for speakers, AGs and their senior staff, and our friends from the OKC Summit.

Press coverage will be substantial. All sessions will be live webcast and then posted on our website for future viewing.

Finally, if you know of folks on the Hill or in government agencies who should be invited, please send us their contact information.

I look forward to seeing in April.

Thank you.

Best,

Henry

Henry N. Butler
George Mason University Foundation Professor of Law
Executive Director, Law & Economics Center
George Mason University School of Law
3301 Fairfax Drive
Arlington, VA 22201
hnbutter@gmu.edu
703-993-8644
224-330-0540 (mobile)

www.MasonLEC.org

henrynbutler@gmail.com (personal)

Elizabeth I Woodley

From: Kim Gallagher
Sent: Thursday, June 01, 2017 11:33 AM
To: Hodgins, Uve A.
Cc: Hinkey, Brett; Kissel, Adam
Subject: RE: Scalia Law Report to CKF

Uve,

Henry's best availability next week would be on Tuesday, June 6, anytime between 1:00 and 4:00 pm. He has a flight to catch at 7pm. Please let me know if that timeframe works for Adam and Brett.

I look forward to hearing from you.

Best,
Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University
3301 Fairfax Drive, Suite 200 | Arlington, VA 22201
Phone: 703.993.1607 | kgalla10@gmu.edu

LEARN. CHALLENGE. LEAD.

From: Kissel, Adam [mailto:Adam.Kissel@charleskochfoundation.org]
Sent: Thursday, June 01, 2017 8:16 AM
To: Henry N Butler
Cc: Kim Gallagher; Paige V Butler; Hinkey, Brett; Hodgins, Uve A.
Subject: RE: Scalia Law Report to CKF

Dear Henry,

Thanks for this report, and congratulations to you and ASLS on your extraordinarily successful year!

My colleague Brett Hinkey and I would like to visit the School next week. Is there a time that you and David Rehr (maybe also Todd/Neomi/Bernstein) are available? My colleague Uve Hodgins can work with Kim to help us find 60-120 minutes to visit your offices in Arlington.

Yours,

Adam

From: Henry N Butler [mailto:hnbutler@gmu.edu]
Sent: Tuesday, May 30, 2017 4:48 PM
To: Kissel, Adam <Adam.Kissel@charleskochfoundation.org>
Cc: Kim Gallagher <kgalla10@gmu.edu>; Paige V Butler <pbutler2@gmu.edu>
Subject: Scalia Law Report to CKF

Sent by an external sender

Dear Adam,

Here's the report due on March 31! Yikes!

Thanks.

Onward and Upward!

Henry

Henry N. Butler
Dean and Professor of Law
Antonin Scalia Law School
George Mason University
3301 Fairfax Drive
Arlington, VA 22201
703.993.8644
hnbutter@gmu.edu

LEARN. CHALLENGE. LEAD.

MASON LAW: <http://www.law.gmu.edu/>

Dean Butler's Executive Assistant is Kim Gallagher
Kgalla10@gmu.edu
703.993.1607

Notice:

The Commonwealth of Virginia claims the right to monitor messages sent to and from this address at any time, without notice, and without my permission. In addition, messages sent to and from this address may be subject to disclosure under the Virginia Freedom of Information Act. For any non-GMU matters, you may reach me at henrynbutler@gmail.com.

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, October 03, 2018 1:10 PM
To: Kim Gallagher
Subject: RE: Dinner Guest List

Thank you.

Brett Hinkey
703-875-1763
charleskochfoundation.org

From: Kim Gallagher <kgalla10@gmu.edu>
Sent: Wednesday, October 03, 2018 1:04 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: FW: Dinner Guest List

Sent by an external sender

Brett,

As requested, attached is the list of dinner attendees by table. The few seats that are still open will most likely be filled with students.

Please let me know if you need any other information.

Kim

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, October 03, 2018 11:18 AM
To: Wendell Clark
Cc: Kim Gallagher
Subject: RE: Tonight's dinner ...

Thank you Wendell and Kim.

Brett Hinkey

703-875-1763
charleskochfoundation.org

From: Wendell Clark <wclark20@gmu.edu>
Sent: Wednesday, October 03, 2018 11:18 AM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Cc: Kim Gallagher <kgalla10@gmu.edu>
Subject: RE: Tonight's dinner ...

Sent by an external sender

Brett,

Kim is finalizing the seating chart. She will send it to you this afternoon. It might be in its final and best form because it is constantly changing but should give you a good idea of who is attending.

Thanks,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: Hinkey, Brett [<mailto:Brett.Hinkey@charleskochfoundation.org>]
Sent: Wednesday, October 3, 2018 10:53 AM
To: Wendell Clark <wclark20@gmu.edu>
Subject: Tonight's dinner ...

Wendell,

Might you have names for the other folks that will be sitting at our table this evening? That would be very helpful to know.

Brett Hinkey

Program Officer, University Investments

Charles Koch Foundation

Direct: 703-875-1763

Mobile: 202-294-2017

charleskochfoundation.org

Elizabeth I Woodley

From: Henry N Butler on behalf of Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Thursday, September 27, 2018 11:47 AM
To: Kim Gallagher
Subject: FW: CALL: Brett Hinkey | Henry Butler

From: Hinkey, Brett
Sent: Thursday, September 27, 2018 11:46:54 AM (UTC-05:00) Eastern Time (US & Canada)
To: Henry N Butler
Subject: Accepted: CALL: Brett Hinkey | Henry Butler
When: Friday, September 28, 2018 1:00 PM-1:15 PM.
Where: Henry to call Brett at 703-875-1763

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Thursday, September 27, 2018 11:40 AM
To: Kim Gallagher
Cc: Feurer, Saskia; Wilbur, Kelly
Subject: RE: Call with Dean Butler

Kim,

That would be great. Would you mind sending a calendar invite as well?

Brett Hinkey

703-875-1763

charleskochfoundation.org

From: Kim Gallagher <kgalla10@gmu.edu>
Sent: Thursday, September 27, 2018 11:36 AM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Cc: Feurer, Saskia <Saskia.Feurer@charleskochfoundation.org>; Wilbur, Kelly <KELLY.WILBUR@CHARLESKOCHFOUNDATION.ORG>
Subject: Call with Dean Butler

Sent by an external sender

Mr. Hinkey,

Should I have Dean Butler call you at 703-875-1763?

Best,
Kim

From: Henry N Butler
Sent: Thursday, September 27, 2018 11:21 AM
To: Hinkey, Brett
Cc: Kim Gallagher; Feurer, Saskia; Wilbur, Kelly
Subject: Re: scheduling a call ...

1:00 tomorrow is perfect!

Henry N. Butler
Dean
George Mason University Foundation Professor
Executive Director, Law & Economics Center
Antonin Scalia Law School
George Mason University
3301 Fairfax Drive
Arlington, VA 22201
HNButler@GMU.EDU
703-993-8644 (O)

On Sep 27, 2018, at 11:12 AM, Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org> wrote:

Kim,

Might it be possible to set up a brief phone call with Henry?

If it works for his calendar, I'm available tomorrow between 1 – 3 PM.

If that window doesn't work, we could also schedule some time next week.

Thanks, as always, for your help.

Best,

Brett Hinkey

Program Officer, University Investments

Charles Koch Foundation

Direct: 703-875-1763

Mobile: 202-294-2017

charleskochfoundation.org

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, September 12, 2018 11:41 AM
To: Kim Gallagher
Cc: Wilbur, Kelly;Feurer, Saskia
Subject: RE: October 4 private luncheon

Thank you, Kim.

Saskia Feurer will join me. She is also from the Charles Koch Foundation. She'd like the Pan-Seared Dover Sole.

Brett Hinkey

703-875-1763

charleskochfoundation.org

From: Kim Gallagher <kgalla10@gmu.edu>
Sent: Tuesday, September 11, 2018 3:24 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: October 4 private luncheon

Sent by an external sender

Brett,

We received your RSVP for the lunch. You replied for (2). For security purposes, please provide the name of your guest. Also, let us know your guest's entrée choice: either Osso Bucco or Pan-seared Dover Sole.

Thank you,

Kim

Kim Gallagher

Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu

LEARN. CHALLENGE. LEAD.

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, June 27, 2018 1:47 PM
To: Kim Gallagher
Cc: Niehoff, Saskia M.
Subject: RE: time for a quick call today?

Kim,

2:15 is great. Yes. Please have him call my office.

Brett Hinkey

703-875-1763

charleskochfoundation.org

From: Kim Gallagher <kgalla10@gmu.edu>
Sent: Wednesday, June 27, 2018 11:15 AM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Cc: Niehoff, Saskia M. <Saskia.Niehoff@charleskochfoundation.org>
Subject: RE: time for a quick call today?

Sent by an external sender

Mr. Hinkey,

Henry would be available for a call today at 2:15 pm. Would you like him to call your office? If so, please let me know the best number for him to call.

Kim

From: Hinkey, Brett [<mailto:Brett.Hinkey@charleskochfoundation.org>]
Sent: Wednesday, June 27, 2018 11:05 AM
To: Kim Gallagher
Cc: Henry N Butler; Niehoff, Saskia M.
Subject: time for a quick call today?

Kim,

Might Henry have time for a quick call today? Should only take about 10 minutes.

Any time after 1:30 would work for me. Of course, if today doesn't work, maybe we could connect tomorrow or Friday?

Brett Hinkey

Program Officer, University Investments

Charles Koch Foundation

Direct: 703-875-1763

Mobile: 202-294-2017

charleskochfoundation.org

Elizabeth I Woodley

From: Henry N Butler on behalf of Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, January 10, 2018 10:26 AM
To: Kim Gallagher
Subject: FW: Lunch with Brett Hickey

From: Hinkey, Brett
Sent: Wednesday, January 10, 2018 10:25:53 AM (UTC-05:00) Eastern Time (US & Canada)
To: Henry N Butler
Subject: Accepted: Lunch with Brett Hickey
When: Friday, January 12, 2018 12:00 PM-1:00 PM.
Where: Firebirds Wood Fired Grill - 14020 Promenade Commons Street, Virginia Gateway, Gainesville, VA

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Tuesday, January 09, 2018 12:36 PM
To: Kim Gallagher
Cc: KIGHT, STEPHANIE (Consultant)
Subject: RE: get together with Henry

In fact, it may be great for Paige to join since she's running JEP.

Brett Hinkey
703-875-1763
[charleskochfoundation.org](mailto:Brett.Hinkey@charleskochfoundation.org)

From: Hinkey, Brett
Sent: Tuesday, January 09, 2018 12:36 PM
To: 'Kim Gallagher' <kgalla10@gmu.edu>
Cc: KIGHT, STEPHANIE (Consultant) <STEPHANIE.KIGHT@charleskochfoundation.org>
Subject: RE: get together with Henry

Would love for Paige to join.

I could also just meet him in Arlington, while we're both here in our respective offices. I can come in most days if they're not already held on my calendar.

I'm just letting you know there's some flexibility on time and location.

Brett Hinkey
703-875-1763
[charleskochfoundation.org](mailto:Brett.Hinkey@charleskochfoundation.org)

From: Kim Gallagher [<mailto:kgalla10@gmu.edu>]
Sent: Tuesday, January 09, 2018 12:34 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Cc: KIGHT, STEPHANIE (Consultant) <STEPHANIE.KIGHT@charleskochfoundation.org>
Subject: RE: get together with Henry

Sent by an external sender

Brett,

Let me chat with Henry. Perhaps a lunch on a Monday or Friday would work as he heads into Arlington or back home to [REDACTED], respectively. If that's the case, would you be opposed to Paige joining you?

Once I have a chance to speak with Henry, I'll be in touch with Stephanie to schedule.

Best,
Kim

From: Hinkey, Brett [<mailto:Brett.Hinkey@charleskochfoundation.org>]
Sent: Tuesday, January 09, 2018 12:30 PM
To: Kim Gallagher
Cc: KIGHT, STEPHANIE (Consultant)
Subject: RE: get together with Henry

Kim,

I was just in the middle of typing out an email to Henry – thank you for following up.

If it would work for Henry, I was hoping we could meet in person – for lunch or another time we're both available – sometime in the next couple of weeks.

[REDACTED] If easier for Henry, we could meet out that way or further west near him [REDACTED]. I often work from home a few days a week so it's not a problem to head west rather than east on one of those days.

Stephanie, cc'd, can help with coordinating calendars.

Brett Hinkey
703-875-1763
charleskochfoundation.org

From: Kim Gallagher [<mailto:kgalla10@gmu.edu>]
Sent: Tuesday, January 09, 2018 12:17 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: get together with Henry

Sent by an external sender

Brett,

I would be happy to schedule a meeting or phone call with Henry. Please let me know your preference and availability.

Best,
Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University
3301 Fairfax Drive, Suite 200 | Arlington, VA 22201
Phone: 703.993.1607 | kgalla10@gmu.edu

LEARN. CHALLENGE. LEAD.

From: Henry N Butler
Sent: Tuesday, January 09, 2018 12:07 PM
To: Kim Gallagher
Subject: FW: checking in on Henry ...

From: Paige V Butler
Sent: Tuesday, January 9, 2018 12:06:39 PM (UTC-05:00) Eastern Time (US & Canada)
To: Henry N Butler
Subject: FW: checking in on Henry ...

fyi

Paige Vicker Butler, JD
Director, Judicial Education
George Mason University Antonin Scalia Law School
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8132 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: Paige Butler <pbutler2@gmu.edu>
Date: Tuesday, January 9, 2018 at 11:38 AM
To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>
Subject: Re: checking in on Henry ...

Hi – no, I would go ahead and reach out!

Paige Vicker Butler, JD
Director, Judicial Education
George Mason University Antonin Scalia Law School
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8132 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>
Date: Tuesday, January 9, 2018 at 11:37 AM
To: Paige Butler <pbutler2@gmu.edu>
Subject: RE: checking in on Henry ...

[REDACTED]

I was hoping to connect with him early this year, [REDACTED]

Would you recommend I wait on scheduling anything?

Brett Hinkey
703-875-1763
charleskochfoundation.org

From: Paige V Butler [<mailto:pbutler2@gmu.edu>]
Sent: Monday, January 08, 2018 7:04 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: Re: checking in on Henry ...

Sent by an external sender

[REDACTED]. I hope your holidays were happy and restful too!

Sent from my iPhone

On Jan 8, 2018, at 3:43 PM, Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org> wrote:

Paige,

[REDACTED]

Brett Hinkey

Program Officer, University Investments

Charles Koch Foundation

Direct: 703-875-1763

Mobile: 202-294-2017

charleskochfoundation.org

Elizabeth I Woodley

From: Mason's Scalia Law
Sent: Tuesday, October 30, 2018 2:41 PM
To: joel.d.kaplan@gmail.com
Subject: LAST CHANCE TO REGISTER FOR A WEEKEND IN THE COUNTRY!

Register today to spend Saturday in beautiful Rappahannock County!



ANTONIN SCALIA
LAW SCHOOL

4TH ANNUAL SCALIA LAW COMMUNITY PICNIC

Saturday, November 3, 2018
12:00 PM – 3:30 PM

Huntly Hills
142 Winesap Lane
Huntly, Virginia

Paige and **Henry Butler** invite you and your family to spend the afternoon at their home with fellow friends of Scalia Law, faculty, staff, students, and alumni. Set against a backdrop of beautiful fall foliage, enjoy live music, a pig roast, wine tasting from Rappahannock Cellars, activities, and scenic views of the Blue Ridge Mountains.

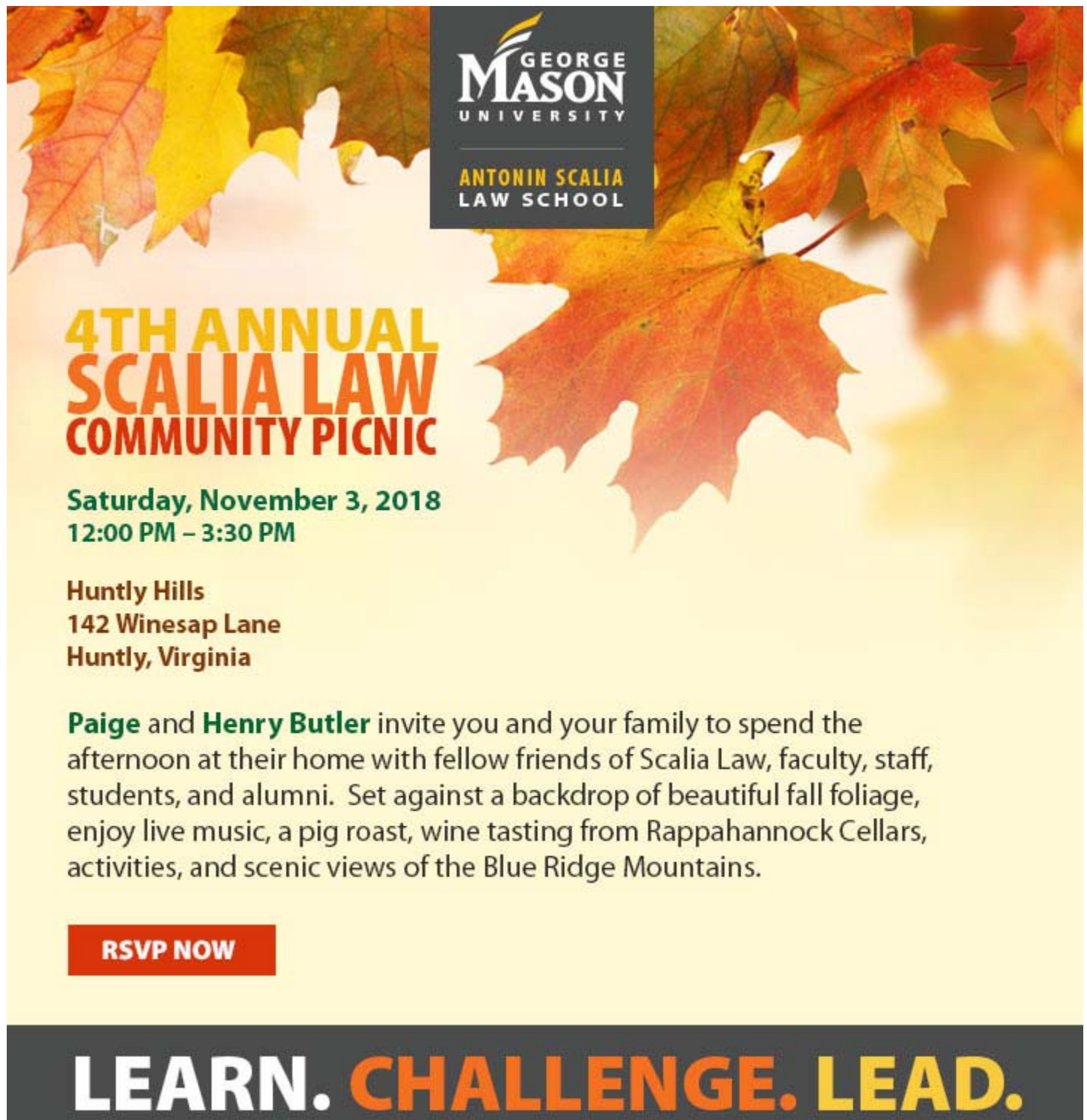
RSVP NOW

LEARN. CHALLENGE. LEAD.

[RSVP NOW](#)

Elizabeth I Woodley

From: Mason's Scalia Law
Sent: Wednesday, October 17, 2018 5:23 PM
To: joel.d.kaplan@gmail.com
Subject: YOU'RE INVITED! Join us at the 4th Annual Scalia Law Community Picnic



GEORGE MASON UNIVERSITY
ANTONIN SCALIA LAW SCHOOL

4TH ANNUAL SCALIA LAW COMMUNITY PICNIC

Saturday, November 3, 2018
12:00 PM – 3:30 PM

Huntly Hills
142 Winesap Lane
Huntly, Virginia

Paige and **Henry Butler** invite you and your family to spend the afternoon at their home with fellow friends of Scalia Law, faculty, staff, students, and alumni. Set against a backdrop of beautiful fall foliage, enjoy live music, a pig roast, wine tasting from Rappahannock Cellars, activities, and scenic views of the Blue Ridge Mountains.

RSVP NOW

LEARN. CHALLENGE. LEAD.

[RSVP NOW](#)

Elizabeth I Woodley

From: Kim Gallagher
Sent: Tuesday, October 02, 2018 10:20 AM
To: Joel Kaplan
Subject: RE: FW: Biennial Scalia Tribute Dinner - Table guests

Thank you for following up on both events!

From: Joel Kaplan [mailto:joel.d.kaplan@gmail.com]
Sent: Tuesday, October 02, 2018 10:17 AM
To: Kim Gallagher
Subject: Re: FW: Biennial Scalia Tribute Dinner - Table guests

Hi Kim--

Brent McIntosh and his wife Laura Ahn McIntosh will join us as well. I think that means we have one open seat that we won't fill.

Unfortunately, I can't make it to the statue unveiling on Thursday.

Thanks--Joel

On Sun, Sep 30, 2018 at 9:01 PM Kim Gallagher <kgalla10@gmu.edu> wrote:

Noted! Let us know if you will fill the remaining 3 seats for the dinner and if you will join us for the ceremony and lunch on the 4th.

Thanks!

Kim

From: Joel Kaplan [mailto:joel.d.kaplan@gmail.com]
Sent: Sunday, September 30, 2018 8:59 PM
To: Kim Gallagher
Subject: Re: FW: Biennial Scalia Tribute Dinner - Table guests

My wife Laura Cox Kaplan will be there as well.

On Sun, Sep 30, 2018, 8:54 PM Kim Gallagher <kgalla10@gmu.edu> wrote:

My mistake – the Breyers are at your table. It's been a long week and weekend!

I also misspoke about your table guests. I don't think we've received any names from you unless you sent them to Wendell Clark. So far, I have:

Joel Kaplan

Jordan Hansell (mentioned that he may be at your table)

Justice Breyer

Mrs. Joanna Breyer

Bill Burck

Aimee Burck

That leaves 5 seats to fill. If you have sent other names, I apologize for not having the information at hand.

On another note, please let me know if you will be attending the events on the 4th.

Thanks!

Kim

From: Joel Kaplan [mailto:joel.d.kaplan@gmail.com]

Sent: Sunday, September 30, 2018 7:26 PM

To: Kim Gallagher

Subject: Re: FW: Biennial Scalia Tribute Dinner - Table guests

Also--is it the Kennedys or the Breyers at our table?

On Sun, Sep 30, 2018, 7:23 PM Joel Kaplan <joel.d.kaplan@gmail.com> wrote:

Did I give you Bill and Aimee Burck's names?

Who are the others you have?

On Sun, Sep 30, 2018, 11:59 AM Kim Gallagher <kgalla10@gmu.edu> wrote:

Mr. Kaplan,

Thank you for allowing us to seat Justice and Mrs. Kennedy at your table. You still have 2 seats to fill; please send those names at your earliest opportunity.

Best,

Kim

From: Joel Kaplan [mailto:joel.d.kaplan@gmail.com]
Sent: Tuesday, September 25, 2018 5:31 PM
To: Kim Gallagher
Subject: Re: FW: Biennial Scalia Tribute Dinner - Table guests

Hi Kim--Of course--it would be an honor. thanks--Joel

On Tue, Sep 25, 2018 at 3:57 PM Kim Gallagher <kgalla10@gmu.edu> wrote:

Mr. Kaplan,

Thank you for getting back to us regarding your table guests. It would be extremely helpful to have some of your seats back and we would be very appreciative of the donation!

Would you have two open seats at your table for Justice Stephen Breyer and his wife, Joanna? Dean Butler would like to seat them with you if you have the available space.

Best,

Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu

Error! Filename not specified.

From: Henry N Butler
Sent: Monday, September 24, 2018 6:41 PM
To: Kim Gallagher
Subject: FW: Biennial Scalia Tribute Dinner - Table guests

From: Joel Kaplan
Sent: Monday, September 24, 2018 6:40:45 PM (UTC-05:00) Eastern Time (US & Canada)
To: Henry N Butler
Subject: Re: Biennial Scalia Tribute Dinner - Table guests

Dean--Im sorry but I have been completely swamped. Theres no way I will have the bandwidth to fill two tables. Is it helpful to you to have the seats back? I can prob fill one table

On Mon, Sep 24, 2018, 6:23 PM Henry N Butler <hnbutler@gmu.edu> wrote:

| Mr. Kaplan,

I know that Wendell Clark has been in contact with you regarding your sponsorship benefits and table guests. As a Platinum sponsor you are entitled to two (2) tables of ten.

Are you able to confirm if you will be using all 20 seats?

Kind regards,

Kim

Kim Gallagher

Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu

Error! Filename not specified.

Elizabeth I Woodley

From: Joel Kaplan <joel.d.kaplan@gmail.com>
Sent: Sunday, September 30, 2018 7:24 PM
To: Kim Gallagher
Subject: Re: FW: Biennial Scalia Tribute Dinner - Table guests

Did I give you Bill and Aimee Burck's names?

Who are the others you have?

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Best,

Kim

From: Joel Kaplan [mailto:joel.d.kaplan@gmail.com]
Sent: Tuesday, September 25, 2018 5:31 PM
To: Kim Gallagher
Subject: Re: FW: Biennial Scalia Tribute Dinner - Table guests

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On Tue, Sep 25, 2018 at 3:57 PM Kim Gallagher <kgalla10@gmu.edu> wrote:

Mr. Kaplan,

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Best,

Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu

From: Henry N Butler
Sent: Monday, September 24, 2018 6:41 PM
To: Kim Gallagher
Subject: FW: Biennial Scalia Tribute Dinner - Table guests

From: Joel Kaplan
Sent: Monday, September 24, 2018 6:40:45 PM (UTC-05:00) Eastern Time (US & Canada)
To: Henry N Butler
Subject: Re: Biennial Scalia Tribute Dinner - Table guests

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| Mr. Kaplan,

I know that Wendell Clark has been in contact with you regarding your sponsorship benefits and table guests. As a Platinum sponsor you are entitled to two (2) tables of ten.

Are you able to confirm if you will be using all 20 seats?

Kind regards,

Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu

Error! Filename not specified.

Elizabeth I Woodley

From: Kim Gallagher
Sent: Sunday, September 30, 2018 11:57 AM
To: joel.d.kaplan@gmail.com
Subject: October 4 private luncheon

Importance: High

Mr. Kaplan,

Since you are attending the Biennial Scalia Tribute Dinner on Wednesday, October 3, I wanted to follow up to see if you are able to join us the next day for the Scalia Statue Unveiling and Dedication of the Maureen Scalia Reading Room. The ceremony will be followed by a private luncheon hosted by The Federalist Society. The invitation is below.

Due to security measures, pre-registration is necessary for the ceremony. Online registration has closed so please RSVP directly to me.

Best,

Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University
3301 Fairfax Drive, Suite 200 | Arlington, VA 22201
Phone: 703.993.1607 | kgalla10@gmu.edu

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From: Kolena Thomas
Sent: Thursday, September 27, 2018 10:19 AM
To: Kim Gallagher
Subject: FW: Follow-up for Joel Kaplan

Kolena Thomas
Event Manager
Antonin Scalia Law School | George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8216 | Fax: 703.993.8181

From: Paperless Post <paperlesspost@accounts.paperlesspost.com>
Reply-To: Kolena Thomas <kthoma36@gmu.edu>
Date: Thursday, September 27, 2018 at 10:11 AM
To: Kolena Thomas <kthoma36@gmu.edu>
Subject: Follow-up for Joel Kaplan



You requested this follow-up for Joel Kaplan (joel.d.kaplan@gmail.com)

When you forward this email to the above "guest," remember to delete this message above the divider and change the subject line of the forwarded email.

[VIEW THE CARD](#)



ANTONIN SCALIA STATUE UNVEILING & LUNCHEON

Thursday, October 4th from 12:15 PM to 2:00 PM

George Mason University Antonin Scalia Law School

3301 Fairfax Dr, Arlington, VA

View map Add to Calendar: [Google](#), [Outlook](#), [iCal](#), or [Yahoo](#)

Access event on the go: [Get the iPad and iPhone app](#)

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Elizabeth I Woodley

From: Kim Gallagher
Sent: Tuesday, September 25, 2018 5:34 PM
To: Joel Kaplan
Subject: RE: FW: Biennial Scalia Tribute Dinner - Table guests

Mr. Kaplan,

Thank you!

Jordan Hansell mentioned that he will be seated at your table. His wife is unable to attend the dinner. When you have a moment, please send us the names of the guests for the remaining seats at your table.

Kim

From: Joel Kaplan [mailto:joel.d.kaplan@gmail.com]
Sent: Tuesday, September 25, 2018 5:31 PM
To: Kim Gallagher
Subject: Re: FW: Biennial Scalia Tribute Dinner - Table guests

Hi Kim--Of course--it would be an honor. thanks--Joel

On Tue, Sep 25, 2018 at 3:57 PM Kim Gallagher <kgalla10@gmu.edu> wrote:

Mr. Kaplan,

Thank you for getting back to us regarding your table guests. It would be extremely helpful to have some of your seats back and we would be very appreciative of the donation!

Would you have two open seats at your table for Justice Stephen Breyer and his wife, Joanna? Dean Butler would like to seat them with you if you have the available space.

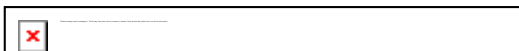
Best,

Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu



From: Henry N Butler
Sent: Monday, September 24, 2018 6:41 PM
To: Kim Gallagher
Subject: FW: Biennial Scalia Tribute Dinner - Table guests

From: Joel Kaplan
Sent: Monday, September 24, 2018 6:40:45 PM (UTC-05:00) Eastern Time (US & Canada)
To: Henry N Butler
Subject: Re: Biennial Scalia Tribute Dinner - Table guests

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On Mon, Sep 24, 2018, 6:23 PM Henry N Butler <hnbutler@gmu.edu> wrote:

Mr. Kaplan,

I know that Wendell Clark has been in contact with you regarding your sponsorship benefits and table guests. As a Platinum sponsor you are entitled to two (2) tables of ten.

Are you able to confirm if you will be using all 20 seats?

Kind regards,

Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu

Error! Filename not specified.

Elizabeth I Woodley

From: Wendell Clark
Sent: Tuesday, September 11, 2018 11:16 AM
To: Joel Kaplan
Cc: Kim Gallagher
Subject: Re: Biennial Scalia Tribute Dinner - Confirmation Email

Mr. Kaplan,

I wanted to let you know that the Foundation did receive your stock transfer. Thank you again for your generosity.

Best regards,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: Wendell Clark <wclark20@gmu.edu>
Date: Friday, September 7, 2018 at 2:47 PM
To: Joel Kaplan <joel.d.kaplan@gmail.com>
Subject: Biennial Scalia Tribute Dinner - Confirmation Email

Dear Mr. Kaplan,

Thank you for your generous sponsorship of George Mason University's **2018 Biennial Scalia Tribute Dinner** at the **Platinum Level**. Benefits at this level include permanent recognition on the Maureen McCarthy Scalia Reading Room Plaque, two (2) premier tables of ten (10) at the Dinner, twenty (20) invitations to the VIP Reception, recognition as a Platinum Sponsor on all printed Dinner materials, one (1) full-page full color ad in the Dinner program, organization logo in the sponsor video loop, and official photograph with special guests at the Dinner.

In preparation for the Dinner, please respond and confirm the details below to ensure proper fulfillment of your sponsorship benefits:

Confirmation of Sponsor Listing

Please confirm that the proper listing for you/your organization on printed materials is the Joel Kaplan.

Seating and Guest Information

Please complete and return the attached seating form with guest information **no later than September 19**. If you do not plan to attend, or if you do not plan to use all of your seats, please select the appropriate option at the bottom of the form.

Program Recognition: Advertisement

Dimensions for your full-page recognition are 5.625" (W) x 8.625" (H). Submissions must be high-resolution and are accepted in JPG, TIF, EPS*, and PDF* (300dpi) files.

Sponsorship Logo Slideshow

Please send a high-resolution logo in .jpeg format to be included in the sponsorship logo slideshow that will be presented during dinner.

**Adobe Illustrator files should be converted to outlines. PDF formatted files must be saved as CMYK or grayscale embedded fonts (no RGB files).*

Please submit your corporate logo and company advertisement no later than Wednesday, September 19.

Should you have any questions, please feel free to contact me directly at 703-993-8709. Thank you for your time and I look forward to hearing from you.

Best regards,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

Elizabeth I Woodley

From: Wendell Clark
Sent: Friday, September 07, 2018 2:44 PM
To: Kim Gallagher; Joel Kaplan
Subject: Re: Follow Up from Judge Mike Luttig's April E-mail Invitation to Scalia Tribute Dinner

Mr. Kaplan,

Please be advised that it might take a few days for the University Foundation to process your generous gift. I will update you once the Foundation has notified me that they have received your gift.

Thank you!

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: Kim Gallagher <kgalla10@gmu.edu>
Date: Friday, September 7, 2018 at 2:07 PM
To: Joel Kaplan <joel.d.kaplan@gmail.com>
Cc: Wendell Clark <wclark20@gmu.edu>
Subject: RE: FW: Follow Up from Judge Mike Luttig's April E-mail Invitation to Scalia Tribute Dinner

Mr. Kaplan,

Thank you for your very generous contribution to the Scalia Tribute Dinner and the Maureen McCarthy Scalia Scholarship Fund.

Wendell Clark, Director of Annual Giving, copied on this email, will follow up with you once your funds are received.

Best,
Kim

From: Joel Kaplan [<mailto:joel.d.kaplan@gmail.com>]
Sent: Friday, September 07, 2018 2:04 PM
To: Kim Gallagher
Subject: Re: FW: Follow Up from Judge Mike Luttig's April E-mail Invitation to Scalia Tribute Dinner

Hi--

Please be on the lookout for a transfer of [REDACTED]

[REDACTED] This transfer should happen today. Can you please let me know when it is received? Thank you--Joel

On Tue, Sep 4, 2018 at 1:42 PM Kim Gallagher <kgalla10@gmu.edu> wrote:

Mr. Kaplan,

Good afternoon! Dean Butler is out of the office right now, but I know he will want to respond to you personally when he returns to thank you for your very generous pledge. In the meantime, I wanted to respond on his behalf to confirm that we would welcome a contribution through a stock transfer. I have attached the detailed instructions. Please don't hesitate to contact us if you have any questions.

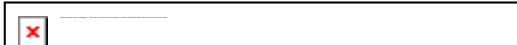
Best,

Kim

Kim Gallagher
Executive Assistant to the Dean | Antonin Scalia Law School, George Mason University

3301 Fairfax Drive, Suite 200 | Arlington, VA 22201

Phone: 703.993.1607 | kgalla10@gmu.edu



From: Henry N Butler
Sent: Tuesday, September 04, 2018 12:30 PM
To: Kim Gallagher
Subject: FW: Follow Up from Judge Mike Luttig's April E-mail Invitation to Scalia Tribute Dinner

From: Joel Kaplan
Sent: Tuesday, September 4, 2018 12:29:53 PM (UTC-05:00) Eastern Time (US & Canada)
To: Henry N Butler
Subject: Re: Follow Up from Judge Mike Luttig's April E-mail Invitation to Scalia Tribute Dinner

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Looking forward to the event--

Thanks--Joel

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If you would like Judge Luttig to re-send the email, please let me know.

Please use this [form](#) to make your contribution. We need to receive your pledge by September 17 in order to include your sponsorship on the Dinner Program.

DINNER SPONSORS (as of 9/4/2018)

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I hope that you can join this impressive list of supporters.

Thank you for your consideration.

Onward and Upward!

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Executive Director, Law & Economics Center

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224-330-0540 (mobile)

hnbutter@gmu.edu

Error! Filename not specified.

Elizabeth I Woodley

From: Joel Kaplan <joel.d.kaplan@gmail.com>
Sent: Friday, September 07, 2018 2:04 PM
To: Kim Gallagher
Subject: Re: FW: Follow Up from Judge Mike Luttig's April E-mail Invitation to Scalia Tribute Dinner
Attachments: image001.png

Hi--

Please be on the lookout for a transfer of [REDACTED] This transfer should happen today. Can you please let me know when it is received? Thank you--Joel

On Tue, Sep 4, 2018 at 1:42 PM Kim Gallagher <kgalla10@gmu.edu> wrote:

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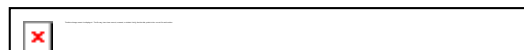
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Error! Filename not specified.

Elizabeth I Woodley

From: Kim Gallagher
Sent: Friday, September 07, 2018 2:07 PM
To: Joel Kaplan
Cc: Wendell Clark (wclark20@gmu.edu)
Subject: RE: FW: Follow Up from Judge Mike Luttig's April E-mail Invitation to Scalia Tribute Dinner

Mr. Kaplan,

Thank you for your very generous contribution to the Scalia Tribute Dinner and the Maureen McCarthy Scalia Scholarship Fund.

Wendell Clark, Director of Annual Giving, copied on this email, will follow up with you once your funds are received.

Best,
Kim

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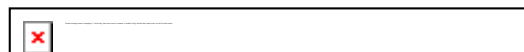
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hnbutter@gmu.edu

Error! Filename not specified.

Elizabeth I Woodley

From: Kim Gallagher on behalf of Henry N Butler
Sent: Friday, September 16, 2016 11:38 AM
To: Aaron Van Oort (); Adam Klein (); Adam Unikowsky (); Aditya Bamzai (); Alan Meese (); Alex Azar II (); Andrew Nussbaum (); Anthony Bellia (); Ara Lovitt (); Benjamin Flowers (); Benjamin Hatch (); Brian Boyle (); Brian Murray (); Bruce Hay (); Bryan Killian (); C. Adrian Vermeule (); C. Scott Hemphill (); Carl Marchioli (); Charles Duggan (); Christine Jolls (); Christopher Landau (); Curtis Gannon (); D. John Sauer (); Daniel Collins (); Daniel Sullivan (); David Thompson (); Donald Burke (); Edward Morrison (); Emmet Flood (); Eric Wolff (); Evan Young (); Gary Lawson (); Gene Schaerr (); Gil Seinfeld (); Glen Summers (); Gregory Dovel (); Hashim Mooppan (); Henry Weissmann (); Howard Radzely (); Ian Samuel (); J. Scott Ballenger (); Jason Wilcox (); Jeffrey Sutton (); Joan Larsen (); Joel Kaplan (); John Bash III (); John Duffy (); John Fee (); John O'Quinn (); Jonathan Urlick (); Jordan Hansell (); Joseph Kearney (); Judd Stone (); Kathleen Beecher (Moore) (); Kevin Huff (); Kevin Martin (); Kevin Walsh (); Kristin Myles (); L. Lawrence Lessig (); Louis Chaiten (); Louis Feldman (); Brookshire Young (); Matthew Owen (); Michael Ramsey (); Moshe Spinowitz (); Patrick Schlitz (); Paul Cappuccio (); Rachel Kovner (); Richard Bernstein (); Richard Bress (com); Robert Kry (); Robert Tiller (); Roy McLeese III (); Ryan Walsh (); Samuel Eckman (); Scott Martin (); Shay Dvoretzky (); Sopan Joshi (); Stephen Miller (); Steven Calabresi (); Steven Lehotsky (); Susan Engel (); Tara Kole (); Taylor Meehan (); Theodore Ulliyot (); Vivek Suri (); Von Keetch (); Wendy Ackerman (); William Jay

To: ([REDACTED]);William Kelley ([REDACTED])
Subject: SPECIAL UPDATE TO SCALIA CLERKS: Dedication Luncheon and Tribute Dinner on Thursday, October 6, 2016
Attachments: Scalia Tribute Dinner Invitation and Response Form.pdf
Importance: High

Dear Clerks,

Greetings from Antonin Scalia Law School. Please excuse the impersonal nature of this message. It appears that I have caused some confusion about the events on October 6. Here's the story:

1. DEDICATION AND PRIVATE LUNCHEON ON THURSDAY, OCTOBER 6 AT 11:00 AM (Co-Hosted by Leonard Leo and yours truly)
Each of you will be receiving a new invitation later today. Please RSVP as soon as possible. Space is limited. There is no charge for the luncheon and there is no expectation that you sign up as a sponsor or even attend the dinner.
2. SCALIA TRIBUTE DINNER ON THURSDAY, OCTOBER 6, AT 6:00 PM at Union Station
Individual tickets are on sale for \$1,000. Information about registering for the event is attached. You can also access information at <http://advancement.gmu.edu/scaliaawtribute>

I hope to see you on October 6. Please do not hesitate to contact me directly at 224-330-0540 if you have any questions.

Thank you for your consideration.

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Dean and Professor of Law
Antonin Scalia Law School
George Mason University
3301 Fairfax Drive
Arlington, VA 22201
703.993.8644 (office)
224.330.0540 (mobile)

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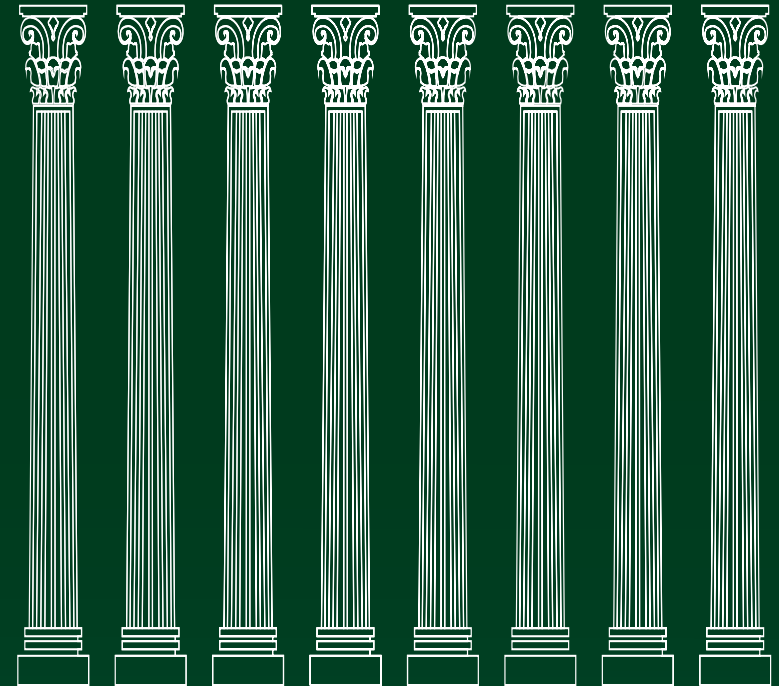
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Brian Boyle
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Greg Dovel
John F. Duffy
Charles S. Duggan
Judith R. Hope
Gabrielle Levin
Theodore B. Olson

*Contribution to Center for the Study of the Administrative State
as of 9/1/16



A TRIBUTE TO

Justice Antonin Scalia

THURSDAY, OCTOBER 6, 2016

Dinner Co-Chairs

Henry N. Butler Leonard Leo

Honorary Committee

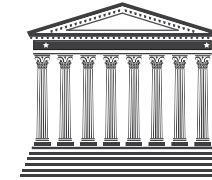
The Honorable and Mrs. Michael Chertoff	The Honorable William J. Kilberg
The Honorable Richard B. Cheney	The Honorable Andrew P. Miller
The Honorable Lynne V. Cheney	The Honorable Timothy J. Muris
The Honorable Paul D. Clement	The Honorable and Mrs. Jim Nicholson
The Honorable Richard Cullen	The Honorable Maureen K. Ohlhausen
The Honorable Thomas M. Davis	The Honorable Theodore B. Olsen
The Honorable Noel J. Francisco	The Honorable Jay B. Stephens
The Honorable Douglas H. Ginsburg	The Honorable Jonathan C. Thacher
The Honorable Bobbie Kilberg	The Honorable Joshua D. Wright

Dinner Committee

John D. Adams	Brian Hooks	Kenneth Nunnenkamp
Raymond A. Atkins	Judith R. Hope	Benjamin W. Owen
Frank B. Atkinson	Victoria Huber	Ashley C. Parrish
Lawson Bader	David A. Keene	Suzy and Bob Pence
Reginald J. Brown	Deborah Keene	Rachelle Holmes Perkins
William S. Consovoy	Bruce Kobayashi	Alison Price
Kelly McNamara Corley	William Kristol	David K. Rehr
Scott Doyle	David M. Landers	M. Sean Royall
Brian C. Drummond	Craig Lerner	Bilal Sayyed
M. Melissa Glassman	Gabrielle Levin	Richard Viguerie
Deecy Gray	Thomas S. McCarthy	Brian L. Whisler
James W. Hazel	Annamaria Nields	Tiffany Williams
David Higbee	Christopher R. Nolen	

Host Committee of Scalia Law Clerks

Jonathan C. Bond	Paul A. Mezzina
Brian Boyle	Kristin Linsley Myles
Katherine Mims Crocker	Lee Liberman Otis
John C. Demers	John R. Phillips
Greg Dovel	Howard Radzely
Charles S. Duggan	Michael M. Ramsey
John F. Duffy	Kannon Shanmugam
Emmet T. Flood	Howard Shelanski
Benjamin J. Hatch	Judd E. Stone
Kevin P. Martin	Adam G. Unikowsky
Alan J. Meese	Evan Young



The George Mason University Antonin Scalia Law School

cordially requests the pleasure of your company at

A Tribute to Justice Antonin Scalia

Thursday, October 6, 2016

6:00 p.m.

*Union Station
Washington, D.C.*

Valet Parking

Business Attire

Please respond by Friday, September 30, 2016

A Tribute to Justice Antonin Scalia

THURSDAY, OCTOBER 6, 2016 • UNION STATION • WASHINGTON, D.C.

Sponsorship Levels

☐ **Platinum - \$100,000**

- Two (2) premium tables of ten (10) at the Dinner
- Twenty (20) invitations to the VIP Reception preceding the Dinner
- Four (4) invitations to the private luncheon following the dedication ceremony at the Law School on Thursday, October 6
- Recognition as **Platinum Sponsor** on all printed Dinner materials
- Organization logo in the sponsor video loop at Dinner
- Official photograph with Dinner special guests
- One (1) full-page 2/color ad in the Dinner printed program

☐ **Gold - \$50,000**

- One (1) premier table of ten (10) at the Dinner
- Ten (10) invitations to the VIP Reception preceding the Dinner
- Two (2) invitations to the private luncheon following the dedication ceremony at the Law School on Thursday, October 6
- Recognition as **Gold Sponsor** on all printed Dinner materials
- Organization logo in the sponsor video loop at Dinner
- Official photograph with Dinner special guests
- One half (1/2) page 2/color ad in the Dinner printed program

☐ **Silver - \$25,000**

- One (1) table of ten (10) at the Dinner
- Ten (10) invitations to the VIP Reception preceding the Dinner
- Recognition as **Silver Sponsor** on all printed Dinner materials
- Organization logo in the sponsor video loop at Dinner
- One half (1/2) page black and white ad in the Dinner printed program

☐ **Bronze - \$10,000**

- One (1) table of ten (10) at the Dinner
- Ten (10) invitations to the General Reception preceding the Dinner
- Recognition as **Bronze Sponsor** on all printed Dinner materials
- Organization name in the sponsor video loop at Dinner
- One quarter (1/4) page black and white ad in the Dinner printed program

☐ **Supporter - \$5,000**

- Two (2) tickets to the Dinner
- Two (2) tickets to the VIP Reception preceding the Dinner
- Recognition as **Supporter Sponsor** on all printed Dinner materials

☐ **Individual Ticket - \$1,000 # _____**

- One (1) ticket to the Dinner
- One (1) ticket to the General Reception preceding the Dinner



A Tribute to Justice Antonin Scalia

Thursday, October 6, 2016 | Union Station | Washington, DC

Sponsorship Commitment Form

I would like to support GMU's Inaugural Scalia Dinner, *A Tribute to Justice Antonin Scalia* with the following contribution:

- | | |
|---|---|
| <input type="checkbox"/> \$100,000 Platinum | <input type="checkbox"/> \$10,000 Bronze |
| <input type="checkbox"/> \$50,000 Gold | <input type="checkbox"/> \$5,000 Supporter |
| <input type="checkbox"/> \$25,000 Silver | <input type="checkbox"/> \$1,000 Individual |

☐ I am unable to attend but want to support GMU's Antonin Scalia Law School programs. Enclosed is my contribution of \$ ____.

Please list me by (check one): ☐ Name ☐ Company ☐ Keep my contribution anonymous

Name (please print exactly as you would like to be listed in event materials) _____ Title _____

Company _____

Address _____	City _____	State _____	Zip _____
Contact Name (if different from above) _____	Telephone _____	Fax _____	Email _____

Method of Payment:

☐ My check is enclosed, made out to George Mason University Foundation.

You may also submit sponsorship payment online at: <http://advancement.gmu.edu/scaliaawtribute>

☐ Please charge my: ☐ Visa ☐ MasterCard ☐ American Express ☐ Discover

Account Number _____ Expiration Date _____

Security Code: _____

**Please note that your credit card charge will show up as "George Mason University Foundation" on your statement.*

Please return with payment by email to Alex Fleming at alex@webstergroupinc.com or mail with payment to:

Antonin Scalia Law School, George Mason University

c/o The Webster Group | 5185 MacArthur Boulevard NW, Suite 260 | Washington, DC 20016

Phone: 202.741.1294 | alex@webstergroupinc.com

All donations are tax-deductible as allowed by law. Tax ID #54-1603842.

First Name	Last Name	Salutation	Title	Organization	Tags	Meals	Table/Row Name	Table Number
Stephen	Breyer	Justice			VIP Reception		Kaplan 2	1
Joanna	Breyer	Ms.			VIP Reception		Kaplan 2	1
Bill	Burck				VIP Reception		Kaplan 2	1
Laura	Cox Kaplan				VIP Reception		Kaplan 2	1
Jordan	Hansell	Mr.			VIP Reception		Kaplan 2	1
Brent	McIntosh				VIP Reception		Kaplan 2	1
Aimee	Burck				VIP Reception		Kaplan 2	1
Kristen	Linsley				General Reception		Kaplan 2	1
Joel	Kaplan	Mr.			VIP Reception		Kaplan 2	1
Laura Ahn	McIntosh				VIP Reception		Kaplan 2	1
Angel	Cabrera	President			VIP Reception, Honored Guest		Coie	2
Beth	Cabrera	Dr.			VIP Reception, Honored Guest		Coie	2
Greg	Miller	Mr.			General Reception		Coie	2
Al	Lambert	Mr.			General Reception		Coie	2
Bill	Kilberg	Mr.			VIP Reception		Coie	2
John	Scalia	Mr.			VIP Reception		Coie	2
William	Mims	Justice			VIP Reception		Coie	2
Bobbie	Kilberg	Ms.			VIP Reception		Coie	2
Eric	Wolff	Mr.			General Reception		Coie	2
Steve	Koh	Mr.			General Reception		Coie	2
Michael	Luttig	Mr.		Head Table	VIP Reception, Speaker		Head	3
Greg	Wyatt	Mr.		Head Table	VIP Reception, Speaker		Head	3
Maureen	Scalia	Ms.		Head Table	VIP Reception, Honored Guest		Head	3
Fay	Wyatt	Ms.		Head Table	VIP Reception		Head	3
Paul	Scalia	Father		Head Table	VIP Reception, Speaker		Head	3
Elizabeth	Luttig	Ms.		Head Table	VIP Reception		Head	3
Henry N.	Butler	Dean		Head Table	VIP Reception, Speaker		Head	3
David	Stras	Judge		Head Table	VIP Reception		Head	3
Paige	Butler	Ms.		Head Table	VIP Reception		Head	3
Kim	Dennis	Ms.		Head Table	VIP Reception		Head	3
Eugene	Meyer	Mr.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Alan	Lefkowitz	Mr.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Sally	Leo	Mrs.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Jadan	Horyn	Mrs.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Elise	Passamani	Mrs.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Leonard	Leo	Mr.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Brandon	Muir	Mr.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Neomi	Rao	Mrs.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
Bethany	Davis Horyn	Mrs.		Guest of C. Boyden Gray	VIP Reception		C. Boyden Gray	4
C. Boyden	Gray	Ambassador			VIP Reception		C. Boyden Gray	4

Suzanne	Kerrigan	Ms.			VIP Reception		Cappuccio	5
Matthew	Shea	Mr.			VIP Reception		Cappuccio	5
Adam	Ciongoli	Mr.			VIP Reception		Cappuccio	5
Daniel	Petrocelli	Mr.			VIP Reception		Cappuccio	5
Paul	Cappuccio	Mr.			VIP Reception		Cappuccio	5
Martha'-Ann	Alito	Ms.			VIP Reception		Cappuccio	5
Samuel	Alito	Justice			VIP Reception		Cappuccio	5
Christine	Barr	Mrs.			VIP Reception		Cappuccio	5
William	Barr	Mr.			VIP Reception		Cappuccio	5
Ted	Ulyot	Mr.			VIP Reception		Cappuccio	5
Jennifer	Dixon	Ms.		Michael Luttig Table	VIP Reception		Luttig 1	6
Marc	Allen	Mr.		Michael Luttig Table	VIP Reception, Speaker		Luttig 1	6
Mary	Kennedy	Ms.		Michael Luttig Table	VIP Reception		Luttig 1	6
Armeane	Choksi	Mr.		Michael Luttig Table	VIP Reception		Luttig 1	6
Ede	Holiday	Ms.		Michael Luttig Table	VIP Reception		Luttig 1	6
Mary	Choksi	Ms.		Michael Luttig Table	VIP Reception		Luttig 1	6
Anthony	Kennedy	Justice		Michael Luttig Table	VIP Reception		Luttig 1	6
Terry	Adamson	Mr.		Michael Luttig Table	VIP Reception		Luttig 1	6
Grant	Dixon	Mr.		Michael Luttig Table	VIP Reception		Luttig 1	6
Shannon	Allen	Mrs.		Michael Luttig Table	VIP Reception		Luttig 1	6
Tevi	Troy	Mr.			General Reception		Cameron Findlay	7
Cameron	Findlay	Mr.			VIP Reception		Cameron Findlay	7
Amy	Findlay	Mrs.			VIP Reception		Cameron Findlay	7
Patrick	Cipollone	Mr.			General Reception		Cameron Findlay	7
Elizabeth	Law	Mrs.			General Reception		Cameron Findlay	7
Rebecca	Cipollone	Mrs.			General Reception		Cameron Findlay	7
Steven	Law	Mr.			General Reception		Cameron Findlay	7
Craig	Primis	Mr.			General Reception		Cameron Findlay	7
Kami	Troy	Mrs.			General Reception		Cameron Findlay	7
Tara	Primis	Mrs.			General Reception		Cameron Findlay	7
Robert	Rose	Mr.			VIP Reception		C Boyden Gray 2	8
Amy	Cheng	Ms.			VIP Reception		C Boyden Gray 2	8
Ashlea	Frazier	Mrs.			VIP Reception		C Boyden Gray 2	8
Andrew	Varcoe	Mr.			VIP Reception		C Boyden Gray 2	8
Dean	Reuter	Mr.			VIP Reception		C Boyden Gray 2	8
Brianna	Herlihy	Ms.			VIP Reception		C Boyden Gray 2	8
Devon	Westhill	Mr.			VIP Reception		C Boyden Gray 2	8
James	Conde	Mr.			VIP Reception		C Boyden Gray 2	8
Allen	Frazier	Mr.			VIP Reception		C Boyden Gray 2	8
Micah	Wallen	Mr.			VIP Reception		C Boyden Gray 2	8

Edmund	LaCour			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Daniel	Bress			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Michael	Jaffe			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Cami	Wilcox			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Alexandra	Clement			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Paul	Clement	Mr.		Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Jason	Wilcox			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
John	O'Quinn			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Sopan	Joshi			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Lisa	Bress			Kirkland & Ellis	VIP Reception	Kirkland & Ellis 1	9
Greg	Dovel	Mr.			VIP Reception	Dovel, Francisco, Lovitt	10
William	Webster	Judge			General Reception	Dovel, Francisco, Lovitt	10
Curtis	Gannon				VIP Reception	Dovel, Francisco, Lovitt	10
Kevin	Huff	Mr.			VIP Reception	Dovel, Francisco, Lovitt	10
Ed	Meese	Mr.			VIP Reception	Dovel, Francisco, Lovitt	10
Ara	Lovitt	Mr.			VIP Reception	Dovel, Francisco, Lovitt	10
Ursula	Meese	Ms.			VIP Reception	Dovel, Francisco, Lovitt	10
Stephen A.	Miller	Mr.			VIP Reception	Dovel, Francisco, Lovitt	10
Amy	Barrett	Judge			VIP Reception	Dovel, Francisco, Lovitt	10
Gary	McDowell				VIP Reception	Dovel, Francisco, Lovitt	10
Robyn	Higbee	Mrs.			VIP Reception	Pate	11
Andrew	McBride	Mr.			VIP Reception	Pate	11
Jaye	Letson	Mr.			VIP Reception	Pate	11
David	Leitch	Mr.			VIP Reception	Pate	11
David	Higbee	Mr.			VIP Reception	Pate	11
Cameron	McBride	Mrs.			VIP Reception	Pate	11
Hew	Pate	Mr.			VIP Reception	Pate	11
Lindsey	Pate	Mrs.			VIP Reception	Pate	11
Tom	Hungar	Mr.			VIP Reception	Pate	11
Bradford	Clark	Mr.			VIP Reception	Pate	11
Noel	Francisco				VIP Reception	Charles Cooper	12
Debra	Cooper	Mrs.			VIP Reception	Charles Cooper	12
McKinley	Cooper				General Reception	Charles Cooper	12
Joel	Alicea				General Reception	Charles Cooper	12
John	Ohlendorf				General Reception	Charles Cooper	12
Cynthia	Francisco				VIP Reception	Charles Cooper	12
Susan	Randall	Mrs.			General Reception	Charles Cooper	12
Charles	Cooper	Mr.			VIP Reception	Charles Cooper	12
Joel	Masterman				General Reception	Charles Cooper	12
Ken	Randall	Mr.			General Reception	Charles Cooper	12

Tim	Courtney	Mr.			VIP Reception	Scalia Children & Family	13
Trish	Scalia	Mrs.			VIP Reception	Scalia Children & Family	13
Margaret	Courtney	Ms.			VIP Reception	Scalia Children & Family	13
Cindy	Searcy	Ms.			VIP Reception	Scalia Children & Family	13
Catherine	Scalia Courtney	Ms.			VIP Reception	Scalia Children & Family	13
Sarah	Courtney	Ms.			VIP Reception	Scalia Children & Family	13
Bill	Heenan	Mr.			VIP Reception	Scalia Children & Family	13
Anna	Courtney	Ms.			VIP Reception	Scalia Children & Family	13
Gene	Scalia	Mr.			VIP Reception	Scalia Children & Family	13
Nino	Scalia				VIP Reception	Scalia Children & Family	13
Adam	Klein	Mr.			VIP Reception	Supporter	14
Adam	Kissel	Mr.			General Reception	Supporter	14
William	Moschella	Mr.			General Reception	Supporter	14
Margaret	Whitehead	Ms.			VIP Reception	Supporter	14
Matt	Owen	Mr.			VIP Reception	Supporter	14
Amy	Moschella	Mrs.			General Reception	Supporter	14
Maryellen	Noreika	Judge			VIP Reception	Supporter	14
Danielle	Sassoon	Ms.			VIP Reception	Supporter	14
Eric	Tung	Mr.			VIP Reception	Supporter	14
Susan	Braden	Judge			VIP Reception	Supporter	14
Matt	McGill	Mr.			General Reception	Ted Olson	15
Andrew	Kilberg	Mr.			General Reception	Ted Olson	15
Maldwin	Drummond	Mr.			General Reception	Ted Olson	15
Maureen	Stewart	Mrs.			General Reception	Ted Olson	15
Julia	Kilberg	Mrs.			General Reception	Ted Olson	15
Ryan	Stewart	Mr.			General Reception	Ted Olson	15
Amir	Tayrani	Mr.			General Reception	Ted Olson	15
Lady	Booth Olson	Mrs.			VIP Reception	Ted Olson	15
Theodore	Olson	Mr.			VIP Reception	Ted Olson	15
Helgi	Walker	Mr.			General Reception	Ted Olson	15
Don	McGahn				VIP Reception	Brown/Wilmer Hale	16
Carl	Nichols				General Reception	Brown/Wilmer Hale	16
Ben	Powell				General Reception	Brown/Wilmer Hale	16
Alyssa	DaCunha				General Reception	Brown/Wilmer Hale	16
Shannon	McGahn				VIP Reception	Brown/Wilmer Hale	16
Steve	Cox				General Reception	Brown/Wilmer Hale	16
Reg	Brown	Mr.			VIP Reception	Brown/Wilmer Hale	16
Peter	Davidson	Mr.			General Reception	Brown/Wilmer Hale	16
Steven	Lehotsky	Mr.			General Reception	Brown/Wilmer Hale	16
Mark	Kesselman				General Reception	Brown/Wilmer Hale	16

Dick	Hauser				VIP Reception		Luttig 2	17
Donna	Guzak				VIP Reception		Luttig 2	17
Uma	Amuluru				VIP Reception		Luttig 2	17
Karen	Hauser				VIP Reception		Luttig 2	17
Hadley	Arkes				VIP Reception		Luttig 2	17
Betsy	Hewitt				VIP Reception		Luttig 2	17
John	Howard				VIP Reception		Luttig 2	17
Fred	Fielding				VIP Reception		Luttig 2	17
Hugh	Hewitt				VIP Reception		Luttig 2	17
Jeb	Boatman				VIP Reception		Luttig 2	17
Tom	McCarthy	Mr.			VIP Reception		Charles Koch	18
Jeff	Mascott	Mr.			General Reception		Charles Koch	18
Karen	Czarnecki	Ms.		Charles Koch Foundation	VIP Reception		Charles Koch	18
David	Wu	Mr.			VIP Reception		Charles Koch	18
Brett	Hinkey	Mr.			VIP Reception		Charles Koch	18
Saskia	Feurer	Ms.		Charles Koch Foundation	VIP Reception		Charles Koch	18
Jennifer	Mascott	Ms.			General Reception		Charles Koch	18
John	Fogarty	Mr.		Charles Koch Foundation	VIP Reception		Charles Koch	18
Will	Consovoy	Mr.			VIP Reception		Charles Koch	18
Sheau-Ping	Wu	Mrs.			VIP Reception		Charles Koch	18
Timothy	Kelly	Judge			VIP Reception		Kirkland & Ellis/Judges	19
Steven	Grasz	Judge			VIP Reception		Kirkland & Ellis/Judges	19
Andrew	Oldham	Judge			VIP Reception		Kirkland & Ellis/Judges	19
Jay	Stephens	Mr.		Kirkland & Ellis	VIP Reception		Kirkland & Ellis/Judges	19
Tilman "Tripp"	Self	Judge			VIP Reception		Kirkland & Ellis/Judges	19
Thomas	Griffith	Judge			VIP Reception		Kirkland & Ellis/Judges	19
Verlyne	Grasz	Mrs.			VIP Reception		Kirkland & Ellis/Judges	19
Julie	Stephens	Ms.		Kirkland & Ellis	VIP Reception		Kirkland & Ellis/Judges	19
Gary	Nunes				General Reception		Kirkland & Ellis/Judges	19
Roxane	Nunes				General Reception		Kirkland & Ellis/Judges	19
Simone	Katsas	Mrs.			VIP Reception		Latham & Watkins	20
Susan	Engel	Ms.			VIP Reception		Latham & Watkins	20
Steven	Engel				VIP Reception		Latham & Watkins	20
Rick	Bress	Mr.			VIP Reception		Latham & Watkins	20
Gregory	Katsas	Judge			VIP Reception		Latham & Watkins	20
Greg	Garre	Mr.			VIP Reception		Latham & Watkins	20
Guest of	Latham				VIP Reception		Latham & Watkins	20
Guest of	Latham				VIP Reception		Latham & Watkins	20
Guest of	Latham				VIP Reception		Latham & Watkins	20
Guest of	Latham				VIP Reception		Latham & Watkins	20

Tobi	Young	Mrs.			VIP Reception		John Demers	21
Greg	Brower	Mr.			General Reception		John Demers	21
Cindy	Zmijewski Demers	Mrs.			VIP Reception		John Demers	21
Evan	Young	Mr.			VIP Reception		John Demers	21
Lauren	Brower	Mrs.			General Reception		John Demers	21
John	Demers	Mr.			VIP Reception		John Demers	21
Dominic	Legge, O.P.	Father			General Reception		John Demers	21
John	Eisenberg	Mr.			General Reception		John Demers	21
Robin	Fennelly	Mrs.			General Reception		John Demers	21
Padraic	Fennelly	Mr.			General Reception		John Demers	21
Patrick	Blake				General Reception		Clark Construction	22
Robby	Moser				General Reception		Clark Construction	22
Brian	Abt				General Reception		Clark Construction	22
Frank	Baltz			Clark Construction	General Reception		Clark Construction	22
Lee	DeLong				General Reception		Clark Construction	22
Jay	Grauberger				General Reception		Clark Construction	22
Sara	Guthrie				General Reception		Clark Construction	22
Bill	Calhoun				General Reception		Clark Construction	22
Paul	Ryan				General Reception		Clark Construction	22
Sameer	Bhargava				General Reception		Clark Construction	22
Dan	Clemente	Mr.			VIP Reception		JP Morgan Chase	23
John P.	Schmitz	Mr.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
Sam	Bayne	Mr.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
John MF	Schmitz	Mr.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
George	Albright	Mr.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
Erika	Capobianco	Ms.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
Julie	Clemente	Mrs.			VIP Reception		JP Morgan Chase	23
Scott	Morgenthaler	Mr.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
Brandon	Ross	Mr.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
Fred	Walls	Mr.		J.P. Morgan Chase	General Reception		JP Morgan Chase	23
Rich	Santoro				General Reception		Corley	24
Tom	Boyd				General Reception		Corley	24
Sarah	Donovan				General Reception		Corley	24
Kelly	McNamara Corley	Ms.			VIP Reception		Corley	24
Tara	Potashnik				General Reception		Corley	24
Kate	Larson Prochaska				General Reception		Corley	24
Mary	Dwyer Pembroke				General Reception		Corley	24
Divonne	Smoyer				General Reception		Corley	24
Anora	Wang				General Reception		Corley	24
Tyler	Phelps				General Reception		Corley	24

Kim	Kicklighter	Mrs.		Greg Wyatt Table	VIP Reception	Greg Wyatt	25
Mickey	Kicklighter	Mr.		Greg Wyatt Table	VIP Reception	Greg Wyatt	25
Patrick	Francescon			Greg Wyatt Table	General Reception	Greg Wyatt	25
Kathy	Ruais			Greg Wyatt Table	General Reception	Greg Wyatt	25
Claude M. (Mick)	Kicklighter	General		Greg Wyatt Table	VIP Reception	Greg Wyatt	25
Mike	Ruais			Greg Wyatt Table	General Reception	Greg Wyatt	25
Betty	Kicklighter	Mrs.		Greg Wyatt Table	VIP Reception	Greg Wyatt	25
Tim	Goeglein	Mr.		Greg Wyatt Table	General Reception	Greg Wyatt	25
Alison	Price	Ms.		Greg Wyatt Table	General Reception	Greg Wyatt	25
Jamil	Jaffer			Greg Wyatt Table	General Reception	Greg Wyatt	25
Paula	Witt				General Reception	Judges 2	26
Eileen	O'Connor	Ms.			VIP Reception	Judges 2	26
Maureen	Ohlhausen	Ms.			VIP Reception	Judges 2	26
Sid	Moore	Mr.			VIP Reception	Judges 2	26
Patricia	Silberman	Mrs.			VIP Reception	Judges 2	26
Francis X.	Brickfield	Dr.			VIP Reception	Judges 2	26
John	Witherspoon	Mr.			VIP Reception	Judges 2	26
A. Raymond	Randolph	Judge			VIP Reception	Judges 2	26
Laurence	Silberman	Judge			VIP Reception	Judges 2	26
Elizabeth	Stevens	Ms.			VIP Reception	Judges 2	26
Jonathan	Bunch				General Reception	Leonard Leo	27
Kathleen	McCann Scaturro				General Reception	Leonard Leo	27
Maria	Hatzikonstantinou				General Reception	Leonard Leo	27
Greg	Mueller				General Reception	Leonard Leo	27
Maria	Marshall				General Reception	Leonard Leo	27
Peter	Robbio				General Reception	Leonard Leo	27
Frank	Scaturro				General Reception	Leonard Leo	27
Keith	Appell				General Reception	Leonard Leo	27
Sarah	Smerling				General Reception	Leonard Leo	27
Connor	Woodfin				General Reception	Leonard Leo	27
Matthew	Scalia	Mr.			VIP Reception	Scalia Children & Family	28
Claire	Scalia	Ms.			VIP Reception	Scalia Children & Family	28
Caroline	Scalia	Ms.			VIP Reception	Scalia Children & Family	28
Chris	Scalia	Mr.			VIP Reception	Scalia Children & Family	28
Rakela	Ruperez	Mrs.			VIP Reception	Scalia Children & Family	28
Meg	Scalia Bryce	Mrs.			VIP Reception	Scalia Children & Family	28
Mary Clare	Murray	Mrs.			VIP Reception	Scalia Children & Family	28
Ann	Banaszewski	Ms.			VIP Reception	Scalia Children & Family	28
Adele	Scalia	Mrs.			VIP Reception	Scalia Children & Family	28
John	Bryce	Mr.			VIP Reception	Scalia Children & Family	28

Guest of	Gene Schaerr				General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Gene	Schaer	Mr.			General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Guest of	Gene Schaerr				General Reception	Schaer	29
Christopher	Fonzone				General Reception	Sidley Austin	30
Katie	Kaufman	Mrs.			General Reception	Sidley Austin	30
John	Sakhleh	Mr.			General Reception	Sidley Austin	30
Ethan	Meredith				General Reception	Sidley Austin	30
Taylor	Hoverman				General Reception	Sidley Austin	30
David	Petron	Mr.			General Reception	Sidley Austin	30
Jason	Kaufman	Mr.			General Reception	Sidley Austin	30
Griffith	Green	Mr.		Sidley Austin	General Reception	Sidley Austin	30
William	Hochul III				General Reception	Sidley Austin	30
Sharilyn	Green	Mrs.			General Reception	Sidley Austin	30
John Franklin	Bash	Mr.			General Reception	Estrada	31
Jonathan	Bond	Mr.			General Reception	Estrada	31
Patricia	Estrada	Mrs.			VIP Reception	Estrada	31
Adam	White	Mr.			General Reception	Estrada	31
Miguel	Estrada	Mr.			VIP Reception	Estrada	31
Jocelyn	Bond	Mrs.			General Reception	Estrada	31
Michael	Kenneally	Mr.			General Reception	Estrada	31
Kannon	Shanmugam	Mr.			General Reception	Estrada	31
David	Bernstein	Mr.			General Reception	Estrada	31
Katherine	Twomey-Allen				General Reception	Estrada	31
Bruce	Olcott	Mr.			General Reception	Jones Day	32
Victoria	Dorfman	Ms.			General Reception	Jones Day	32
Kevin	Marshall	Mr.			General Reception	Jones Day	32
Shay	Dvoretzky	Mr.		Jones Day	General Reception	Jones Day	32
Matthew	Papez	Mr.			General Reception	Jones Day	32
Andy	Jackson	Mr.			General Reception	Jones Day	32
Chris	Thatch	Mr.			General Reception	Jones Day	32
Yaakov	Roth	Mr.			General Reception	Jones Day	32
Nathaniel	Ward	Mr.			General Reception	Jones Day	32
Steve	Cottreau	Mr.			General Reception	Jones Day	32

Charles	Nottingham	Mr.			General Reception	Nottingham Rosenkranz	33
Molly	Hemphill	Ms.			General Reception	Nottingham Rosenkranz	33
Ray	Atkins	Mr.			General Reception	Nottingham Rosenkranz	33
David	Whitestone	Mr.			General Reception	Nottingham Rosenkranz	33
Greta	Lundeberg	Ms.			General Reception	Nottingham Rosenkranz	33
Brigid	Thomas	Ms.			General Reception	Nottingham Rosenkranz	33
Sandy	Thomas	Mr.			General Reception	Nottingham Rosenkranz	33
Randall	Smith				VIP Reception	Nottingham Rosenkranz	33
Joshua	Rosenkranz	Mr.			VIP Reception	Nottingham Rosenkranz	33
Andrew	Morris				VIP Reception	Nottingham Rosenkranz	33
Matt	Fitzgerald	Mr.		McGuireWoods	General Reception	McGuire-Woods	34
Melissa	Glassman	Ms.		McGuireWoods	VIP Reception	McGuire-Woods	34
Brian	Schmalzbach	Mr.		McGuireWoods	General Reception	McGuire-Woods	34
Jennifer	Dickey			McGuireWoods	General Reception	McGuire-Woods	34
Rebecca	Gantt	Ms.		McGuireWoods	General Reception	McGuire-Woods	34
Katherine Mims	Crocker	Ms.		McGuireWoods	VIP Reception	McGuire-Woods	34
Jon	Urick	Mr.		McGuireWoods	General Reception	McGuire-Woods	34
Ben	Hatch	Mr.		McGuireWoods	General Reception	McGuire-Woods	34
Gilbert	Dickey			McGuireWoods	General Reception	McGuire-Woods	34
John	Adams	Mr.		McGuireWoods	VIP Reception	McGuire-Woods	34
Kate	O'Scannlain Johnson	Mrs.			General Reception	Phillips	35
Matthew	Johnson	Mr.			General Reception	Phillips	35
Ryan	Shores	Mr.			General Reception	Phillips	35
Sheila	Kadagathur	Ms.			General Reception	Phillips	35
Dan	Kearney	Mr.			General Reception	Phillips	35
Melissa	Kearney	Mrs.			General Reception	Phillips	35
April	Shores	Mrs.			General Reception	Phillips	35
Jeff	Wall	Mr.			General Reception	Phillips	35
Jake	Phillips	Mr.			General Reception	Phillips	35
Porter	Wilkinson Wall	Mr.			General Reception	Phillips	35
Kathryn	Ciano				General Reception	Donors Trust	36
Lawson	Bader				General Reception	Donors Trust	36
Al	Canata				General Reception	Donors Trust	36
Gordon	Cummings				General Reception	Donors Trust	36
Clark	Neily				General Reception	Donors Trust	36
Cynthia	Bader				General Reception	Donors Trust	36
Ryan	Radia				General Reception	Donors Trust	36
Nicki	Neily				General Reception	Donors Trust	36
Alexa	Johnson				General Reception	Donors Trust	36
Caleb	Johnson				General Reception	Donors Trust	36

Patrick	Murphy	Mr.			General Reception	Wiley Rein	37
Jenny	Kim	Ms.			General Reception	Wiley Rein	37
Meghan	McCaleb	Ms.			General Reception	Wiley Rein	37
Scott	McCaleb	Mr.		Wiley Rein	General Reception	Wiley Rein	37
Jeannie	Burd	Ms.			General Reception	Wiley Rein	37
Suzette	Derrevere	Ms.			General Reception	Wiley Rein	37
Megan	Brown	Ms.			General Reception	Wiley Rein	37
Sarah	Geffroy	Ms.			General Reception	Wiley Rein	37
Jon	Burd	Mr.			General Reception	Wiley Rein	37
Guest of	Wiley Rein				General Reception	Wiley Rein	37
Wendell	Clark				General Reception	Columbus Citizens	38
Liang	Nardelli			Columbus Citizens Foundation	General Reception	Columbus Citizens	38
Eugene	Nardelli			Columbus Citizens Foundation	General Reception	Columbus Citizens	38
Matthew	Tallarini			Columbus Citizens Foundation	General Reception	Columbus Citizens	38
Louis	Tallarini			Columbus Citizens Foundation	General Reception	Columbus Citizens	38
John	Gorman			Columbus Citizens Foundation	General Reception	Columbus Citizens	38
Kathleen	Corcoran				General Reception	Columbus Citizens	38
Kasey	Chapman				General Reception	Columbus Citizens	38
Daniel	Trujillo				General Reception	Columbus Citizens	38
					General Reception	Columbus Citizens	38
					General Reception	Columbus Citizens	38
Kim	Gallagher						39
Kolena	Thomas						39
Olivia	Muller						39
Travis	Royer						39
Gabriella	Mahan						39
Mallory	Meaney						39
Josh	Kinning						39
Katherine	McKerrall						39
							39
							39
Meryl	Chertoff	Mrs.			General Reception	Scalia Friends	40
Angela	Frank	Ms.			General Reception	Scalia Friends	40
Jay	Winik	Mr.			General Reception	Scalia Friends	40
Carol	Davidson	Mrs.			General Reception	Scalia Friends	40
Glenn	Davidson	Mr.			General Reception	Scalia Friends	40
Kenna	Peusner	Ms.			General Reception	Scalia Friends	40
David	Dorsen	Mr.			General Reception	Scalia Friends	40
Nicholas	D'Amico	Mr.			General Reception	Scalia Friends	40
Sheila	Stabile	Mrs.			General Reception	Scalia Friends	40
Lynda	Webster	Mrs.			General Reception	Scalia Friends	40
Tom	Davis				VIP Reception		

			Event Name:	GMU ASLS				
			Room Name:	Room 2				
			Event Date:	10/3/2018				

Elizabeth I Woodley

From: Wilbur, Kelly <KELLY.WILBUR@charleskochfoundation.org>
Sent: Monday, August 20, 2018 12:29 PM
To: Wendell Clark
Cc: Hinkey, Brett
Subject: 2018 Biennial Scalia Tribute Dinner - Logo
Attachments: CK Brand Guide Abbreviated (READ BEFORE USING LOGOS).pdf; _CKF Logo Black Large.jpg; _CKF Logo Black.jpg; _CKF Logo CMYK.jpg; _CKF Logo RGB Large.jpg; _CKF Logo RGB.jpg; CKF Logo Black Large.png; CKF Logo Black.png; CKF Logo Reverse Large.png; CKF Logo Reverse.png; CKF Logo RGB Large.png; CKF Logo RGB.png

Hi Wendell,

I have attached logo files and brand guidelines for your use. We do ask that you send the final version back so that it may be reviewed by our communications team. If you have any further questions please let me know, and I will get it sorted out!

A general question as well: is there a recommended attire for this event?

Kelly Wilbur

Senior Administrative Assistant, University Investments

Charles Koch Foundation

O: 703-812-2939

charleskochfoundation.org

Elizabeth I Woodley

From: Emily Hendrickson
Sent: Thursday, September 27, 2018 5:11 PM
To: joel.d.kaplan@gmail.com
Subject: 2018 Scalia Tribute Dinner Details

Dear Mr. Kaplan,

Below is an invitation you can forward to your guests. It includes a link to the dinner website which will provide more details about the dinner.

Please note that a photo ID is required for entrance.

We look forward to seeing you next week!



Wendell Clark, JD

Director of Annual Giving

Antonin Scalia Law School

Advancement & Alumni Relations

George Mason University

3301 Fairfax Drive | Arlington, VA 22201

Phone: 703.993.8709 | law.gmu.edu/give

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Elizabeth I Woodley

From: Wendell Clark
Sent: Wednesday, September 26, 2018 4:18 PM
To: Joel Kaplan
Subject: Re: Biennial Scalia Tribute Dinner - Confirmation Email

Dear Mr. Kaplan,

I wanted to follow up with you regarding your logo and ad for the upcoming dinner. Please let me know if you plan on submitting either of these.

Thanks,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.--

From: Wendell Clark <wclark20@gmu.edu>
Date: Friday, September 7, 2018 at 2:47 PM
To: Joel Kaplan <joel.d.kaplan@gmail.com>
Subject: Biennial Scalia Tribute Dinner - Confirmation Email

Dear Mr. Kaplan,

Thank you for your generous sponsorship of George Mason University's **2018 Biennial Scalia Tribute Dinner** at the **Platinum Level**. Benefits at this level include permanent recognition on the Maureen McCarthy Scalia Reading Room Plaque, two (2) premier tables of ten (10) at the Dinner, twenty (20) invitations to the VIP Reception, recognition as a Platinum Sponsor on all printed Dinner materials, one (1) full-page full color ad in the Dinner program, organization logo in the sponsor video loop, and official photograph with special guests at the Dinner.

In preparation for the Dinner, please respond and confirm the details below to ensure proper fulfillment of your sponsorship benefits:

Confirmation of Sponsor Listing

Please confirm that the proper listing for you/your organization on printed materials is the Joel Kaplan.

Seating and Guest Information

Please complete and return the attached seating form with guest information **no later than September 19**. If you do not plan to attend, or if you do not plan to use all of your seats, please select the appropriate option at the bottom of the form.

Program Recognition: Advertisement

Dimensions for your full-page recognition are 5.625" (W) x 8.625" (H). Submissions must be high-resolution and are accepted in JPG, TIF, EPS*, and PDF* (300dpi) files.

Sponsorship Logo Slideshow

Please send a high-resolution logo in .jpeg format to be included in the sponsorship logo slideshow that will be presented during dinner.

**Adobe Illustrator files should be converted to outlines. PDF formatted files must be saved as CMYK or grayscale embedded fonts (no RGB files).*

Please submit your corporate logo and company advertisement no later than Wednesday, September 19.

Should you have any questions, please feel free to contact me directly at 703-993-8709. Thank you for your time and I look forward to hearing from you.

Best regards,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
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Elizabeth I Woodley

From: Wendell Clark
Sent: Sunday, September 16, 2018 3:31 PM
To: Joel Kaplan
Subject: Re: 2018 Biennial Scalia Tribute Dinner

Mr. Kaplan,

I made an error when I initially emailed you. As a platinum sponsor you have 20 seats and not 10 seats. Please let me know if you plan on using 20 seats.

Thank you,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
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From: Wendell Clark <wclark20@gmu.edu>
Date: Friday, September 14, 2018 at 8:12 PM
To: Joel Kaplan <joel.d.kaplan@gmail.com>
Subject: Re: 2018 Biennial Scalia Tribute Dinner

Joel,

The dinner is business attire. Additional information can be found at <https://sls.gmu.edu/scalia-tribute-dinner/>

I look forward to meeting you at the dinner. Please let me know if you need anything else.

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.--

From: Joel Kaplan <joel.d.kaplan@gmail.com>
Date: Friday, September 14, 2018 at 5:47 PM

To: Wendell Clark <wclark20@gmu.edu>
Subject: Re: 2018 Biennial Scalia Tribute Dinner

Hi Wendell--Will use our table for 10. Is the dinner black tie?

On Fri, Sep 14, 2018 at 1:30 PM Wendell Clark <wclark20@gmu.edu> wrote:

Mr. Kaplan,

Good afternoon! I am writing to confirm that you are using your allotted 10 seats for the Dinner. We are attempting to get an accurate headcount for the dinner.

Thanks,

Wendell Clark, JD

Director of Annual Giving

Antonin Scalia Law School

Advancement & Alumni Relations

George Mason University

3301 Fairfax Drive | Arlington, VA 22201

Phone: 703.993.8709 | law.gmu.edu/give



Elizabeth I Woodley

From: Wendell Clark
Sent: Friday, September 14, 2018 8:13 PM
To: Joel Kaplan
Subject: Re: 2018 Biennial Scalia Tribute Dinner

Joel,

The dinner is business attire. Additional information can be found at <https://sls.gmu.edu/scalia-tribute-dinner/>

I look forward to meeting you at the dinner. Please let me know if you need anything else.

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.__

From: Joel Kaplan <joel.d.kaplan@gmail.com>
Date: Friday, September 14, 2018 at 5:47 PM
To: Wendell Clark <wclark20@gmu.edu>
Subject: Re: 2018 Biennial Scalia Tribute Dinner

Hi Wendell--Will use our table for 10. Is the dinner black tie?

On Fri, Sep 14, 2018 at 1:30 PM Wendell Clark <wclark20@gmu.edu> wrote:

Mr. Kaplan,

Good afternoon! I am writing to confirm that you are using your allotted 10 seats for the Dinner. We are attempting to get an accurate headcount for the dinner.

Thanks,

Wendell Clark, JD
Director of Annual Giving

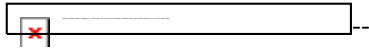
Antonin Scalia Law School

Advancement & Alumni Relations

George Mason University

3301 Fairfax Drive | Arlington, VA 22201

Phone: 703.993.8709 | law.gmu.edu/give



Elizabeth I Woodley

From: Joel Kaplan <joel.d.kaplan@gmail.com>
Sent: Friday, September 14, 2018 5:47 PM
To: Wendell Clark
Subject: Re: 2018 Biennial Scalia Tribute Dinner
Attachments: image001.png

Hi Wendell--Will use our table for 10. Is the dinner black tie?

On Fri, Sep 14, 2018 at 1:30 PM Wendell Clark <wclark20@gmu.edu> wrote:

Mr. Kaplan,

Good afternoon! I am writing to confirm that you are using your allotted 10 seats for the Dinner. We are attempting to get an accurate headcount for the dinner.

Thanks,

Wendell Clark, JD

Director of Annual Giving

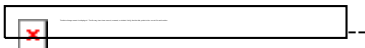
Antonin Scalia Law School

Advancement & Alumni Relations

George Mason University

3301 Fairfax Drive | Arlington, VA 22201

Phone: 703.993.8709 | law.gmu.edu/give



Elizabeth I Woodley

From: Wendell Clark
Sent: Friday, September 14, 2018 1:31 PM
To: joel.d.kaplan@gmail.com
Subject: 2018 Biennial Scalia Tribute Dinner

Mr. Kaplan,

Good afternoon! I am writing to confirm that you are using your allotted 10 seats for the Dinner. We are attempting to get an accurate headcount for the dinner.

Thanks,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
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Elizabeth I Woodley

From: Wendell Clark
Sent: Friday, September 07, 2018 2:47 PM
To: Joel Kaplan
Subject: Biennial Scalia Tribute Dinner - Confirmation Email
Attachments: Platinum - 2018 Biennial Dinner Sponsor's Guest Form .pdf

Dear Mr. Kaplan,

Thank you for your generous sponsorship of George Mason University's **2018 Biennial Scalia Tribute Dinner** at the **Platinum Level**. Benefits at this level include permanent recognition on the Maureen McCarthy Scalia Reading Room Plaque, two (2) premier tables of ten (10) at the Dinner, twenty (20) invitations to the VIP Reception, recognition as a Platinum Sponsor on all printed Dinner materials, one (1) full-page full color ad in the Dinner program, organization logo in the sponsor video loop, and official photograph with special guests at the Dinner.

In preparation for the Dinner, please respond and confirm the details below to ensure proper fulfillment of your sponsorship benefits:

Confirmation of Sponsor Listing

Please confirm that the proper listing for you/your organization on printed materials is the Joel Kaplan.

Seating and Guest Information

Please complete and return the attached seating form with guest information **no later than September 19**. If you do not plan to attend, or if you do not plan to use all of your seats, please select the appropriate option at the bottom of the form.

Program Recognition: Advertisement

Dimensions for your full-page recognition are 5.625" (W) x 8.625" (H). Submissions must be high-resolution and are accepted in JPG, TIF, EPS*, and PDF* (300dpi) files.

Sponsorship Logo Slideshow

Please send a high-resolution logo in .jpeg format to be included in the sponsorship logo slideshow that will be presented during dinner.

**Adobe Illustrator files should be converted to outlines. PDF formatted files must be saved as CMYK or grayscale embedded fonts (no RGB files).*

Please submit your corporate logo and company advertisement no later than Wednesday, September 19.

Should you have any questions, please feel free to contact me directly at 703-993-8709. Thank you for your time and I look forward to hearing from you.

Best regards,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
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BIENNIAL SCALIA TRIBUTE DINNER

SEATING AND GUEST INFORMATION FORM

For registration purposes, please list the names of ALL attendees and **return this form no later than Wednesday, September 19** via email to wclark20@gmu.edu or fax to (703) 993-8088.

Sponsor Name: _____

Contact Name (for questions): _____

Phone Number: _____ Email address: _____

The contact person will be called if we have any questions about your guest list form.

Date: Wednesday, October 3, 2018

Time: 6:00 p.m. VIP Cocktail Reception
7:00 p.m. Dinner and Program

Location: The Ronald Reagan Building, Washington, D.C.

Website: <https://sls.gmu.edu/scalia-tribute-dinner/>

Attire: Business Attire

Parking: Parking Validations Available

		Guest First Name	Guest Last Name	Dietary Restrictions	Guest Email Address
Table 1	1				
	2				
	3				
	4				
	5				
	6				
	7				
	8				
	9				
	10				
Table 2	1				
	2				
	3				
	4				
	5				
	6				
	7				
	8				
	9				
	10				

Please check below if you will not be using your tickets:

☐ I/We cannot use our tickets to **George Mason University's Biennial Scalia Tribute Dinner** and would like to donate all of our seats back to the law school.

☐ I/We will not be using all the seats at our table. I/We would like to donate _____ (number) of seats back to the law school for other guests.

Elizabeth I Woodley

From: Wendell Clark
Sent: Wednesday, September 19, 2018 8:25 PM
To: Ted Ulyot
Subject: Re: Biennial Scalia Tribute Dinner - Confirmation Email

Ted,

Thank you for clarifying. Please send Jen our best and I look forward to meeting you in October.

Best regards,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
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From: Ted Ulyot <twullyot@gmail.com>
Date: Wednesday, September 19, 2018 at 8:20 PM
To: Wendell Clark <wclark20@gmu.edu>
Subject: Re: Biennial Scalia Tribute Dinner - Confirmation Email

Thanks Wendell. Jen is unable to join, unfortunately. Just me.

Ted

On Sep 19, 2018, at 5:12 PM, Wendell Clark <wclark20@gmu.edu> wrote:

Ted,

Please forgive me, but can you please clarify whether Jennifer is joining you. The reason I am asking is we have a full house and every seat matters and I want to ensure that we have the correct count.

Thank you,

Wendell Clark, JD
Director of Annual Giving
Antonin Scalia Law School
Advancement & Alumni Relations
George Mason University
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8709 | law.gmu.edu/give
<image001.png>

From: Ted Ulyot <twullyot@gmail.com>
Date: Wednesday, September 19, 2018 at 5:16 PM
To: Wendell Clark <wclark20@gmu.edu>
Subject: Re: Biennial Scalia Tribute Dinner - Confirmation Email

Wendell, apologies for not responding earlier. Yes confirmed on both counts: we have waived all benefits for this dinner, and that is indeed the proper listing for the printed materials.

I spoke with Paul Cappuccio yesterday and he invited me to sit at his table, so I will plan to do that.

Looking forward to the dinner!

Best,

Ted

On Fri, Aug 17, 2018 at 6:33 AM, Wendell Clark <wclark20@gmu.edu> wrote:

Dear Mr. Ulyot,

Thank you for your generous sponsorship of George Mason University's **2018 Biennial Scalia Tribute Dinner** at the **Platinum Level**. Can you please confirm that you have waived all benefits for this dinner and that the proper listing on the printed materials is Ted and Jennifer Ulyot.

Should you have any questions, please feel free to contact me directly at 703-993-8709. Thank you for your time and I look forward to hearing from you.

Best regards,

Wendell Clark

Director of Annual Giving

Antonin Scalia Law School

Advancement & Alumni Relations

George Mason University

[3301 Fairfax Drive | Arlington, VA 22201](#)

Phone: 703.993.8709 | law.gmu.edu/give

<image002.png>

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Tuesday, April 17, 2018 6:41 PM
To: Henry N Butler
Cc: Paige V Butler
Subject: giving form
Attachments: FJI Contributions Short 12.12.17.pdf

Henry,

Here's the giving form I referenced on the call tonight.

Does it makes sense to send this?

Brett Hinkey

Program Officer, University Investments
Charles Koch Foundation
Direct: 703-875-1763
Mobile: 202-294-2017
charleskochfoundation.org

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, December 13, 2017 1:56 PM
To: Paige V Butler
Subject: RE: follow up to our call

Thank you. This is helpful.

Brett Hinkey

703-875-1763

charleskochfoundation.org

From: Paige V Butler [mailto:pbutler2@gmu.edu]
Sent: Wednesday, December 13, 2017 1:50 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: Re: follow up to our call

Sent by an external sender

I just realized I hadn't appropriately responded to your question as to who to contact in the future.

Kristin Heller is our Director of Advancement & Alumni Relations. You may reach her at kheller4@gmu.edu or 703.993.8332.

Judy Jin provides administrative support for Advancement team and will be able to provide you with most anything you may need. You may reach her at jjin12@gmu.edu or 703.993.8306.

However, please know that Henry or I will always be happy to answer questions/send info, etc. So, please don't hesitate to reach out to either of us.

My kind regards,
Paige

Paige Vicker Butler, JD
Director, Judicial Education
George Mason University Antonin Scalia Law School
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8132 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>
Date: Wednesday, December 13, 2017 at 10:04 AM
To: Paige Butler <pbutler2@gmu.edu>
Subject: RE: follow up to our call

Great to hear.

It just occurred to me that you are no longer in the role of Associate Dean for Advancement. Is there someone else I should go to in the future for questions like this?

Please give my best to Henry. I hope [REDACTED]

What you sent for the giving form looks great. Thank you. I hope it results in some good news for the FJI program.

Brett Hinkey

703-875-1763

charleskochfoundation.org

From: Paige V Butler [<mailto:pbutler2@gmu.edu>]
Sent: Wednesday, December 13, 2017 10:02 AM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: Re: follow up to our call

Sent by an external sender

Sent from my iPhone

On Dec 12, 2017, at 6:07 PM, Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org> wrote:

[REDACTED]

Brett Hinkey
Charles Koch Foundation

From: Paige V Butler <pbutler2@gmu.edu>
Sent: Tuesday, December 12, 2017 6:00:40 PM
To: Hinkey, Brett
Subject: Re: follow up to our call

Sent by an external sender

[REDACTED] Thanks for asking!

Paige Vicker Butler, JD
Director, Judicial Education
George Mason University Antonin Scalia Law School
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8132 | law.gmu.edu/give
<9501C9F7-B216-4820-8BF4-0314E23BEAB7[54].png>

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>
Date: Tuesday, December 12, 2017 at 5:01 PM

To: Paige Butler <pbutler2@gmu.edu>

Subject: Re: follow up to our call

Thank you, Paige.



Brett Hinkey
Charles Koch Foundation

From: Paige V Butler <pbutler2@gmu.edu>

Sent: Tuesday, December 12, 2017 4:58:29 PM

To: Hinkey, Brett

Subject: Re: follow up to our call

Sent by an external sender

Please let me know if you need anything else — or if you see something wonky. I think I included everything (and ran spell check). Fingers crossed....

Thanks!
Paige

Paige Vicker Butler, JD
Director, Judicial Education
George Mason University Antonin Scalia Law School
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8132 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: Tuesday, December 12, 2017 at 2:22 PM

To: Paige Butler <pbutler2@gmu.edu>

Subject: RE: follow up to our call

Paige,

My apologies for the follow up.

Might you be able to add wiring instructions and instructions for stock transfers?

Brett Hinkey
703-875-1763
charleskochfoundation.org

From: Paige V Butler [<mailto:pbutler2@gmu.edu>]

Sent: Monday, December 11, 2017 2:19 PM

To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Subject: Re: follow up to our call

Sent by an external sender

Two options attached. Please let me know if you need anything else.

Paige Vicker Butler, JD
Director, Judicial Education
George Mason University Antonin Scalia Law School
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8132 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>
Date: Monday, December 11, 2017 at 1:45 PM
To: Paige Butler <pbutler2@gmu.edu>
Subject: follow up to our call

Paige,

Please send what you have prepared. Simple instructions should work.

Brett Hinkey
Program Officer, University Investments
Charles Koch Foundation
Direct: 703-875-1763
Mobile: 202-294-2017
charleskochfoundation.org

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Monday, December 11, 2017 2:28 PM
To: Paige V Butler
Subject: RE: follow up to our call

Perfect. Thank you.

Brett Hinkey

703-875-1763
charleskochfoundation.org

From: Paige V Butler [mailto:pbutler2@gmu.edu]
Sent: Monday, December 11, 2017 2:19 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: Re: follow up to our call

Sent by an external sender

Two options attached. Please let me know if you need anything else.

Paige Vicker Butler, JD
Director, Judicial Education
George Mason University Antonin Scalia Law School
3301 Fairfax Drive | Arlington, VA 22201
Phone: 703.993.8132 | law.gmu.edu/give
LEARN. CHALLENGE. LEAD.

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>
Date: Monday, December 11, 2017 at 1:45 PM
To: Paige Butler <pbutler2@gmu.edu>
Subject: follow up to our call

Paige,

Please send what you have prepared. Simple instructions should work.

Brett Hinkey

Program Officer, University Investments
Charles Koch Foundation
Direct: 703-875-1763
Mobile: 202-294-2017
charleskochfoundation.org

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Monday, December 11, 2017 12:39 PM
To: Paige V Butler
Subject: follow up to our call

Paige,

Great speaking with you today. Should it be helpful, my contact info is directly below in the footer of this email.

Best,

Brett Hinkey

Program Officer, University Investments
Charles Koch Foundation
Direct: 703-875-1763
Mobile: 202-294-2017
charleskochfoundation.org

Elizabeth I Woodley

From: Niehoff, Saskia M. <Saskia.Niehoff@charleskochfoundation.org>
Sent: Tuesday, January 23, 2018 3:33 PM
To: Joann Koob
Cc: Hinkey, Brett
Subject: RE: introductions

JoAnn,

I certainly did as well, couldn't pass up a beautiful weekend in mid-January.

Thank you for providing that information, you can expect to see those introductory emails within the week.

Best,
Saskia

Saskia Niehoff
O: 703-875-1030
M: 571-289-8502
charleskochfoundation.org

From: Joann Koob [mailto:jkoob@gmu.edu]
Sent: Tuesday, January 23, 2018 12:18 PM
To: Niehoff, Saskia M. <Saskia.Niehoff@charleskochfoundation.org>
Cc: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Subject: Re: introductions

Sent by an external sender

Hi Saskia,

I did have a nice weekend; I hope you did, too!

Thank you for following up. That would be great. Please feel free to share my contact information.

Best,
JoAnn

JoAnn Koob
Assistant Professor and Director, Liberty and Law Center
Antonin Scalia Law School
703.993.5318
jkoob@gmu.edu



From: "Niehoff, Saskia M." <Saskia.Niehoff@charleskochfoundation.org>

Date: Tuesday, January 23, 2018 at 9:20 AM

To: Joann Koob <jkoob@gmu.edu>

Cc: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Subject: introductions

Good morning, JoAnn,

I hope you had a chance to enjoy the nice weather we had this weekend!

As a follow-up to our conversations last Wednesday, there are faculty we partner with who share similar interests with the work you and David are doing. If it works for you, my colleague Nicole Gordon can facilitate those introductions this week.

Thanks!

Saskia

Saskia Niehoff

Portfolio Manager, University Investments

Charles Koch Foundation

O: 703-875-1030

M: 571-289-8502

charleskochfoundation.org

Elizabeth I Woodley

From: Ted Ulyot <tullyot [REDACTED]>
Sent: Tuesday, August 15, 2017 8:24 PM
To: Adam J White;Meredith Donahue
Subject: Re: Speaking Invitation: Upcoming Scalia Law School workshop on free speech and the Administrative State

Thanks Adam -- I look forward to connecting sometime.

On Mon, Aug 14, 2017 at 7:58 PM, Adam J White <awhite36@gmu.edu> wrote:

> Ted,
>
> Thanks for your kind reply. I'll certainly be in touch against sometime. I'm also out at Stanford quite often, given that I'm a Hoover Institution research fellow. With any luck our paths will cross eventually.

>
> All the best,
> Adam

>
>
>
>
>
>
>
>> On Aug 14, 2017, at 12:30 PM, Ted Ulyot <tullyot [REDACTED]> wrote:

>>
>> Adam, thanks very much for the invite. Unfortunately, I can't join
>> you this time, because I'll be traveling overseas that week. I admire
>> the work of CSAS, and have spoken with Neomi about it in the past --
>> so I'd be very happy to join some future CSAS event if the
>> opportunity arises.

>>
>> Best,
>>
>> Ted

>>
>> On Tue, Aug 8, 2017 at 9:31 AM, Adam J White <awhite36@gmu.edu> wrote:

>>> Dear Katie and Ted,
>>>

>>> I'm writing to invite you to speak at a private conference hosted by
>>> the Center for the Study of the Administrative State, at George
>>> Mason University's Antonin Scalia Law School. The CSAS is a project
>>> founded by my predecessor, Neomi Rao, to support and encourage
>>> thoughtful scholarship on (as our name suggests) all aspects of the
>>> modern administrative state, and to help make scholarship and policy more relevant to the "real world."

>>>
>>> On October 27, the Center host a private workshop on the First
>>> Amendment in the Administrative State. A group of roughly 20
>>> scholars and practitioners will discuss draft papers authored by
>>> four professors, on topics ranging from robocalls to takedown orders
>>> to broader questions of the administrative state's systematic neglect of the First Amendment.

>>>
>>> In my work leading the Center, I am trying to bring more real-world
>>> perspectives into these scholarly and policy discussions. And so I
>>> would love for both (or either) of you to join us, to be our
>>> featured luncheon speakers. The conference will be private and
>>> off-the-record, so that you can give these scholars and policymakers
>>> your perspectives on regulation, the First Amendment, and the modern economy.
>>>
>>> I know that you are both very busy, and a trip to Washington is
>>> always a heavy lift for folks out west. (I experience this
>>> firsthand, as a Hoover Institution research fellow with a fair
>>> amount of cross-country travel.) But if you can join us, then I can
>>> happily offer you each an honorarium of \$3,000, in addition to arranging for your hotels.
>>>
>>> I hope you'll each consider it; we'd benefit immensely from your
>>> participation. Of course you'd be welcome to join us for as much of
>>> the conference as you'd like (beginning with dinner on Oct. 26), but
>>> most of all we'd benefit from your participation as luncheon speakers on Oct. 27.
>>>
>>> Best,
>>> Adam
>>>
>>>
>>>
>>> Adam J. White
>>> Executive Director
>>> The Center for the Study of the Administrative State Antonin Scalia
>>> Law School George Mason University
>>>
>>> 3301 Fairfax Drive, Office 321
>>> Arlington, Va., 22201
>>>
>>> (703) 993-9556 (office)
>>> [REDACTED] (mobile)
>>>
>>> awhite36@gmu.edu
>>>
>

Elizabeth I Woodley

From: Ted Ulyot <tullyot [REDACTED]>
Sent: Tuesday, August 08, 2017 12:32 PM
To: Adam J White
Subject: Out of Office this week -- apologies for any delay in responding Re: Speaking Invitation: Upcoming Scalia Law School workshop on free speech and the Administrative State

Thank you for your email. I'm out of the office through Friday, August 11. I'll be checking email but may be delayed in responding. If the matter is urgent, please contact my assistant Meredith Donahue ([meredit \[REDACTED\]](#))

Best,

Ted

Elizabeth I Woodley

From: Joshua D Wright
Sent: Tuesday, March 06, 2018 7:41 AM
To: Adam White
Cc: Hinkey, Brett;Hodgins, Uve A.;Blumenthal, Jesse;Niehoff, Saskia M.
Subject: Re: may we schedule a time to learn more about the work you're doing?

Adam, I think I got a room. I'll circle back shortly.

Sent from my iPhone

On Mar 6, 2018, at 6:58 AM, Adam White <adamwhite.dc@gmail.com> wrote:

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Just checking, did we ever pick a place for today's meeting? I could get us a conference room.

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To: Hinkey, Brett; Adam White
Cc: Hodgins, Uve A.; Blumenthal, Jesse; Niehoff, Saskia M.
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Cc: Hodgins, Uve A.; Blumenthal, Jesse; Niehoff, Saskia M.
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Brett Hinkey
Charles Koch Foundation

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Subject: Re: may we schedule a time to learn more about the work you're doing?
To: Adam White <adamwhite.dc@gmail.com>
Cc: Hodgins, Uve A. <uve.hodgins@charleskochfoundation.org>, Hinkey, Brett <brett.hinkey@charleskochfoundation.org>, Blumenthal, Jesse <jesse.blumenthal@charleskochinstitute.org>, Niehoff, Saskia M. <saskia.niehoff@charleskochfoundation.org>

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FRI MAR 9

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703-875-1763
charleskochfoundation.org

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Cc: Henry Butler (hnbutler@gmu.edu)

<hnbutler@gmu.edu>; Butler, Paige

<pbutler2@gmu.edu>; Blumenthal, Jesse

<Jesse.Blumenthal@charleskochinstitute.org>; Hodgins,

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Niehoff, Saskia M.

<Saskia.Niehoff@charleskochfoundation.org>

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Sent by an external sender

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Hope we can connect soon.

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Brett Hinkey

Program Officer, University Investments

Charles Koch Foundation

Direct: 703-875-1763

Mobile: 202-294-2017

charleskochfoundation.org

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Hope we can connect soon.

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Charles Koch Foundation
Direct: 703-875-1763
Mobile: 202-294-2017
charleskochfoundation.org

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, October 31, 2018 1:48 PM
To: Joshua D Wright
Subject: FW: FTC Announces PrivacyCon 2019 and Calls for Presentations

Josh,

Quite likely you've already seen this. But sending just in case.

Brett Hinkey
703-875-1763
charleskochfoundation.org



[FTC Announces PrivacyCon 2019 and Calls for Presentations](#)

As part of its efforts to address evolving privacy and data security challenges, the Federal Trade Commission is announcing a call for presentations for its fourth annual PrivacyCon, to be held on June 27, 2019.

PrivacyCon 2019 aims to bring together a diverse group of stakeholders, including researchers, academics, industry representatives, consumer advocates, and government regulators, to discuss the latest research and trends related to consumer privacy and data security.

"The FTC's annual PrivacyCon event seeks to spur new research on privacy and security issues," said Andrew Smith, Director of the FTC's Bureau of Consumer Protection. "It helps us keep our finger on the pulse of important developments in technology, economics, and consumer privacy so that we can ground our policymaking in real data."

The FTC is seeking research presentations on a wide range of consumer privacy and security issues, with a particular focus on the economics driving those issues. The [call for presentations](#) seeks empirical research responding to several questions, including:

- What new privacy and security issues arise from emerging technologies such as the Internet of Things, artificial intelligence, and virtual reality?
- What are the greatest threats to consumer privacy today?
- How can one quantify the costs and benefits to consumers of keeping data about them private?
- What are the incentives for manufacturers and software developers to implement privacy and security by design in their goods or services and keep security up to date?
- Is there evidence that the market is able to provide efficient levels of privacy and data security?

Information on how to submit presentations can be found on the [event page](#). The deadline for submitting a presentation for PrivacyCon 2019 is March 15, 2019.

[PrivacyCon 2018](#) featured presentations on such topics as the [privacy implications of email tracking](#), [security issues with browser extensions](#), [privacy risks associated with connected toys](#), and [consumer privacy expectations](#) related to Internet of Things devices.

The Federal Trade Commission works to [promote competition](#), and [protect and educate consumers](#). You can [learn more about consumer topics](#) and file a [consumer complaint online](#) or by calling 1-877-

FTC-HELP (382-4357). Like the FTC on [Facebook](#), follow us on [Twitter](#), read our [blogs](#), and [subscribe to press releases](#) for the latest FTC news and resources.

Contact Information

MEDIA CONTACT:
[Juliana Gruenwald Henderson](#)
Office of Public Affairs
202-326-2924

STAFF CONTACT:
Ryan Mehm
Bureau of Consumer Protection
202-326-2918

Related Actions

[PrivacyCon 2019](#)

[More news from the FTC >>](#)



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This is a free service provided by the [Federal Trade Commission](#).

This email was sent to neil.chilson@charleskochinstitute.org using GovDelivery Communications Cloud on behalf of: Federal Trade Commission
· 600 Pennsylvania Ave., NW · Washington, DC 20580 · 1-877-382-4357

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Thursday, March 08, 2018 6:33 PM
To: Joshua D Wright
Subject: Re: follow up to our visit ...

That works. I'll call you then.

Uve - could you please add to my calendar?

Brett Hinkey
Charles Koch Foundation

From: Joshua D Wright <jwrightg@gmu.edu>
Sent: Thursday, March 8, 2018 5:43:12 PM
To: Hinkey, Brett
Subject: Re: follow up to our visit ...

Sent by an external sender

Let's do 10am.

I'm at [REDACTED]

Sent from my iPhone

On Mar 8, 2018, at 5:27 PM, Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org> wrote:

Josh,

Could I give you a quick call tomorrow?

I'm available between 10 and 11 am then 11:30 – 4:30.

If tomorrow works for you, let me know a time and best number to reach you.

Best,

Brett Hinkey
Program Officer, University Investments
Charles Koch Foundation
Direct: 703-875-1763
Mobile: 202-294-2017
charleskochfoundation.org

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Cc: Hodgins, Uve A.; Blumenthal, Jesse; Niehoff, Saskia M.
Subject: RE: may we schedule a time to learn more about the work you're doing?

Josh and Adam,

Looking forward to meeting with you. We'll head your way and plan to meet you in the Law School building in Arlington.

Just let us know where is convenient for you.

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To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>; jwrightg@gmu.edu
Cc: Henry Butler (hnbutler@gmu.edu) <hnbutler@gmu.edu>; Butler, Paige <pbutler2@gmu.edu>;

Blumenthal, Jesse <Jesse.Blumenthal@charleskochinstitute.org>; Hodgins, Uve A. <Uve.Hodgins@charleskochfoundation.org>; Niehoff, Saskia M. <Saskia.Niehoff@charleskochfoundation.org>

Subject: Re: may we schedule a time to learn more about the work you're doing?

Sent by an external sender

Of course, I'd be glad to meet. I'll be on the road a little bit in coming weeks, but I'll do everything possible to make our meeting happen.

Best,
Adam

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>
Date: Tuesday, February 13, 2018 at 3:13 PM
To: "jwrightg@gmu.edu" <jwrightg@gmu.edu>, "adamwhite.dc@gmail.com" <adamwhite.dc@gmail.com>
Cc: "Henry Butler (hnbutter@gmu.edu)" <hnbutter@gmu.edu>, "Butler, Paige" <pbutler2@gmu.edu>, "Blumenthal, Jesse" <Jesse.Blumenthal@charleskochinstitute.org>, "Hodgins, Uve A." <Uve.Hodgins@charleskochfoundation.org>, "Niehoff, Saskia M." <Saskia.Niehoff@charleskochfoundation.org>
Subject: may we schedule a time to learn more about the work you're doing?

Josh and Adam,

Henry and I recently met and he was filling me in on all the great work you're doing.

If it would work for the two of you, I was wondering if we might set up some time to meet so we could learn more about your great work at GAI and CSAS.

At your convenience, please let me know what you think.

Uve, cc'd, can help coordinate calendars on our end.

Hope we can connect soon.

Best,

Brett Hinkey

Program Officer, University Investments
Charles Koch Foundation
Direct: 703-875-1763
Mobile: 202-294-2017
charleskochfoundation.org

Elizabeth I Woodley

From: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Sent: Wednesday, October 24, 2018 9:56 AM
To: S David Wu
Cc: Feurer, Saskia
Subject: RE: pleasure to meet you ...

Great to hear.

Hope we have an opportunity to connect again soon.

Best,

Brett Hinkey

703-875-1763

charleskochfoundation.org

From: S David Wu <davidwu@gmu.edu>
Sent: Tuesday, October 23, 2018 5:49 PM
To: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Cc: Feurer, Saskia <Saskia.Feurer@charleskochfoundation.org>
Subject: Re: pleasure to meet you ...

Sent by an external sender

Thanks, Brett, it was nice meeting you as well. I actually met Todd recently and was quite impressed by his research. In fact, he is serving on the University inclusion and wellbeing collaborative. Thanks for following up!

S. David Wu
Provost and Executive Vice President
George Mason University
4400 University Drive, MS 3A2
5210 Merten Hall
Fairfax, Virginia 22030
Ph: 703-993-8776

On Oct 23, 2018, at 2:47 PM, Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org> wrote:

Provost Wu,

It was a pleasure to meet you at the Biennial Scalia Law School dinner.

I apologize for my long delay in following up with you to answer your question about the GMU faculty member performing well-being research - who we supported in response to a proposal from GMU.

The faculty member's name is Todd Kashdan (<https://psychology.gmu.edu/people/tkashdan>). Todd is a Professor of Psychology in CHSS. We're supporting the work he's doing through the Well-Being Laboratory.

I hope you'll have the opportunity to connect with Todd to learn more about his good work.

Please reach out to me at any time if we can be of any additional help to you and GMU. We're proud of our support for GMU and its faculty.

Best,

Brett Hinkey

Program Officer, University Investments
Charles Koch Foundation
Direct: [703-875-1763](tel:703-875-1763)
Mobile: [202-294-2017](tel:202-294-2017)
charleskochfoundation.org

Subject: Accepted: Call

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 8/22/2018, 4:59 PM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Event Invitation

Title: Accepted: Call

Location: Kevin call Brett: 7 [REDACTED]

When: Thursday, August 23, 2018 1:00 PM – 1:30 PM

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Accepted: Call

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 8/22/2018, 5:01 PM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Event Invitation

Title: Accepted: Call

Location: Kevin call Brett: [REDACTED]

When: Thursday, August 23, 2018 1:00 PM – 1:30 PM

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Accepted: Call

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 9/6/2018, 3:20 PM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Event Invitation

Title: Accepted: Call

Location: Kevin calls Brett: [REDACTED]

When: Friday, September 07, 2018 10:30 AM – 11:00 AM

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Accepted: CALL

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 10/19/2017, 2:44 PM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Event Invitation

Title: Accepted: CALL

Location: Brett call Kevin

When: Thursday, October 19, 2017 6:00 PM – 6:30 PM

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Accepted: Gift Agreement Discussion

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: 10/30/2017, 9:18 AM

To: Kevin R Augustyn <kaugusty@gmu.edu>

Event Invitation

Title: Accepted: Gift Agreement Discussion

Location: Merten 2301

When: Tuesday, November 07, 2017 1:00 PM – 2:15 PM

Comment:

Attendees: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Subject: Accepted: Gift Announcement Conference Call

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: 1/9/2018, 11:22 AM

To: Kevin R Augustyn <kaugusty@gmu.edu>

Event Invitation

Title: Accepted: Gift Announcement Conference Call

Location: Merten 2301

When: Wednesday, January 10, 2018 3:00 PM – 4:00 PM

Comment:

Attendees: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Subject: Accepted: Gift Announcement Planning

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: 3/8/2018, 3:33 PM

To: Kevin R Augustyn <kaugusty@gmu.edu>

Event Invitation

Title: Accepted: Gift Announcement Planning

Location: Merten 2301

When: Monday, March 12, 2018 11:00 AM – 12:00 PM

Comment:

Attendees: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Subject: Call

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: 9/6/2018, 3:15 PM

To: Kevin R Augustyn <kaugusty@gmu.edu>

Hinkey, Brett has invited you to Call

Title: Call

Location: Kevin calls Brett: [REDACTED]

When: Friday, September 07, 2018 10:30 AM – 11:00 AM

Organizer: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Description:

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Call

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: 8/22/2018, 4:58 PM

To: Kevin R Augustyn <kaugusty@gmu.edu>

Hinkey, Brett has invited you to Call

Title: Call

Location: Kevin call Brett: [REDACTED]

When: Thursday, August 23, 2018 1:00 PM – 1:30 PM

Organizer: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Description:

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Flu

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 2/8/2018, 2:13 AM

To: Brett Hinkey <brett.hinkey@charleskochfoundation.org>

Hi Brett,

I'm [REDACTED]; can we reschedule. Thanks

Best,

Kevin R. Augustyn
Director of Development
College of Humanities and Social Sciences
George Mason University

Buchanan Hall 173
703.993.8706 (o)
[REDACTED] (m)
Kaugusty@gmu.edu

FasterFarther.gmu.edu

Subject: Accepted: Call - Brett/Kevin - GMU-Mercatus

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 10/25/2017, 11:47 AM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Event Invitation

Title: Accepted: Call - Brett/Kevin - [REDACTED]

Location: Brett to Call Kevin

When: Thursday, October 26, 2017 3:30 PM – 4:00 PM

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Call: Brett Hinkey/Kevin Augustin

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: 2/20/2018, 12:49 PM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>, "Kevin R. Augustyn (Kaugusty@gmu.edu)" <kaugusty@gmu.edu>

Hinkey, Brett has invited you to Call: Brett Hinkey/Kevin Augustin

Title: Call: Brett Hinkey/Kevin Augustin

Location: Brett to call Kevin [REDACTED]

When: Tuesday, February 20, 2018 2:00 PM – 2:30 PM

Organizer: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Description:

Attendees: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Kevin R. Augustyn (Kaugusty@gmu.edu) <Kaugusty@gmu.edu>

Subject: Accepted: Call: Brett Hinkey/Kevin Augustin

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 2/20/2018, 1:45 PM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Event Invitation

Title: Accepted: Call: Brett Hinkey/Kevin Augustin

Location: Brett to call Kevin [REDACTED]

When: Tuesday, February 20, 2018 2:00 PM – 2:30 PM

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Subject: Declined: Call: Brett Hinkey/Kevin Augustyn

From: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>

Date: 2/8/2018, 10:55 AM

To: "Hodgins, Uve A." <Uve.Hodgins@charleskochfoundation.org>, Kevin R Augustyn <kaugusty@gmu.edu>

Event Invitation

Title: Declined: Call: Brett Hinkey/Kevin Augustyn

Location: Brett to call Kevin 703-993-8706 (work) or [REDACTED] (cell)

When: Thursday, February 08, 2018 11:00 AM – 11:30 AM

Comment: Uve,

Kevin has unfortunately [REDACTED].

Could you please help reschedule something for early next week? (I'm optimistic about Kevin [REDACTED]).

Attendees: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>

Subject: Call: Brett Hinkey/Kevin Augustyn

From: "Hodgins, Uve A." <Uve.Hodgins@charleskochfoundation.org>

Date: 2/8/2018, 11:04 AM

To: "Hinkey, Brett" <Brett.Hinkey@charleskochfoundation.org>, "Kevin R. Augustyn (Kaugusty@gmu.edu)" <kaugusty@gmu.edu>, "Niehoff, Saskia M." <Saskia.Niehoff@charleskochfoundation.org>

Hodgins, Uve A. has invited you to Call: Brett Hinkey/Kevin Augustyn

Title: Call: Brett Hinkey/Kevin Augustyn

Location: Brett to call Kevin 703-993-8706 (work) or [REDACTED] (cell)

When: Monday, February 12, 2018 3:00 PM – 3:30 PM

Organizer: Hodgins, Uve A. <Uve.Hodgins@charleskochfoundation.org>

Description:

Attendees: Hinkey, Brett <Brett.Hinkey@charleskochfoundation.org>
Kevin R. Augustyn (Kaugusty@gmu.edu) <Kaugusty@gmu.edu>
Niehoff, Saskia M. <Saskia.Niehoff@charleskochfoundation.org>

Subject: Accepted: Call: Brett Hinkey/Kevin Augustyn

From: Kevin R Augustyn <kaugusty@gmu.edu>

Date: 2/8/2018, 12:45 PM

To: "Hodgins, Uve A." <Uve.Hodgins@charleskochfoundation.org>

Event Invitation

Title: Accepted: Call: Brett Hinkey/Kevin Augustyn

Location: Brett to call Kevin 703-993-8706 (work) or 720-218-1781 (cell)

When: Monday, February 12, 2018 3:00 PM – 3:30 PM

Attendees: Kevin R Augustyn <kaugusty@gmu.edu>

Report of the Review of Gift Agreements

October 9, 2018

Internal Review Committee:

Karen Alcalde; Kathleen Diemer; Wai Ling Fong; Chris Kennedy; Rebekah Pettine;
Keith Renshaw; June Tangney; Julian Williams; Bob Witeck; S. David Wu; Baker Tilly



Transmittal Letter

S. David Wu, Chair
Internal Review Committee – Gift Agreements
George Mason University
Office of the Provost, 5200 Merten Hall
Fairfax, VA 22030

October 9, 2018

Ángel Cabrera, President
George Mason University
Office of the President, 5100 Merten Hall
Fairfax, VA 22030

Dear President Cabrera:

On behalf of the Internal Review Committee, I am pleased to issue this report in response to your charge to review all active donor agreements supporting faculty positions as well as current gift acceptance policies and practices, as endorsed by the Board of Visitors in a May 2018 resolution.

The Committee, charged by you in June to generate a response, met eleven times from June through September. The review focused on analysis of in-scope agreements and discussion of considerations from the analysis relative to leading practices. Committee members collaborated purposefully throughout the review process to identify gift agreements with language that could be clarified and strengthened in order to protect the core of Mason's academic and research missions with the overall goal to increase transparency and clarity around accepted gifts and their intended purposes and to preserve the University's academic freedom and independence. Additionally, Committee members identified opportunities to adjust gift agreement policies relative to leading practices. In the course of the review, the Committee also noted areas for further consideration on issues relevant to, but beyond the scope of, the current review, which are included in this report.

I would like to thank my colleagues on the Committee for their time, effort, dedication, focus and service to the University, which are especially notable given their many responsibilities. Together, we also extend our appreciation to University Advancement and George Mason University Foundation staff for their partnership, which affirms the collective effort to enhance transparency and ensure academic independence in the gift acceptance and agreement process, as well as a commitment to the values and mission of the University. We would especially like to acknowledge the generosity of Mason's many donors, and their tremendous investment in the continued progress of George Mason University.

Should you have questions on the attached report or review process, my colleagues and I would be pleased to respond.

Sincerely,

S. David Wu
Provost and Executive Vice President

Table of Contents

I.	Executive Summary	1
II.	Background	5
	A. Review Scope and Approach	5
	B. Definitions	9
III.	Analysis and Recommendations	11
	A. Policy and Process Analysis Review	11
	B. Policy and Gift Agreement Considerations by Criteria Area	12
	C. Recommendations	20
IV.	Conclusion	23
V.	Appendices	24
	A. Resolution of the Board of Visitors of George Mason University Endorsing Review of Donor Agreements	24
	B. Internal Review Committee Members	25
	C. Validation Procedures	27
	D. Summary of Considerations from Marked Gift Agreements	29
	E. Foundation Representation Letter	30
	F. Attorney Representation Letter	32
	G. Office of Sponsored Programs Representation Letter	34
	H. Statistics Regarding Foundation Gifts	36
	I. Current Gift Documentation Process	37
	J. Escalation Considerations	39

I. Executive Summary

Background

Trust and transparency are indispensable to academic freedom and independence for academic institutions. As a public institution, George Mason University (Mason, GMU, or the University) is bound to fulfill our obligations to the Commonwealth of Virginia. As a recipient of philanthropic funds, the University must fulfill its obligations to generous donors and benefactors, provided that no terms are found to conflict with our public commitment to protect the scholarly freedom of the University and to ensure an open academic climate. As such, the University is embarking on an effort to enhance transparency and ensure academic independence in the gift acceptance and agreement process.

In this context, Mason President Ángel Cabrera requested a review and charged the Internal Review Committee to assess active donor agreements supporting faculty positions, as well as current gift acceptance policies and procedures, to ensure that no undue influence can be exerted on academic matters. The Board of Visitors endorsed the review, and the composition of the Committee included two liaisons from the Board of Visitors, the Provost, the Faculty Senate Chair and two additional faculty representatives elected by the Faculty Senate, a representative of Advancement, the Vice President of Compliance, Diversity, and Ethics, and student representatives, plus independent experts from the accounting and advisory firm of Baker Tilly.

The Committee recognizes that Mason strives to become a national model for upholding core principles of academic independence while maintaining quality donor cultivation and stewardship activities. To achieve that balance, Mason should continue its commitment to academic freedom and donor engagement, and engender public trust by increasing transparency related to gift agreements.

The University is mindful and deeply grateful to the thousands of donors who make it possible to deliver on Mason's mission of excellence and affordability, particularly as public funding for higher education has not kept pace with costs. This review was completed to ensure trust and accountability to these benefactors, and above all, to all of the University and Commonwealth stakeholders.

Scope and Approach

The Committee first established a set of *Gift Selection Criteria* for determining active gift-related accounts, obtaining associated documentation, selecting in-scope gifts, and identifying in-scope accounts with related gift agreements. In fiscal year (FY) 2018, 16,000 gifts were received by the George Mason University Foundation, Inc. (Foundation), on behalf of the University. The review scope included all gift agreements with account activity in various forms of faculty support, from fiscal years 2014 to 2018, regardless of when the active agreement was initially made (e.g., some dated back to the 1990s).

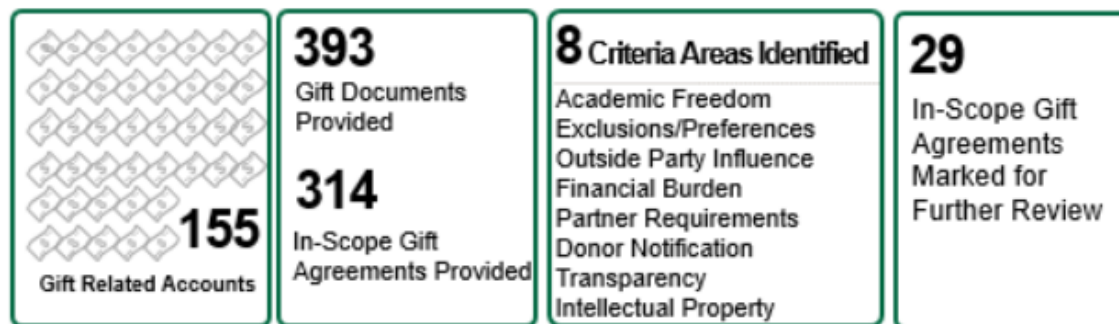
The Committee then established a set of *Gift Review Criteria* to inform the evaluation of gift agreements, via (1) review of some identified gift agreements and (2) benchmarking of leading

EXECUTIVE SUMMARY

practices¹ from seventeen academic and other relevant institutions. The Committee developed eight primary areas in which gift agreements might contain provisions/conditions that raised concerns. Those eight *Gift Review Criteria* areas were:

- > **Academic Freedom**: limitations or restrictions on missions, programs, or curricula.
- > **Exclusions/Preferences**: restrictions related to designated people or groups.
- > **Outside Party Influence**: ability of donor or other party to exert influence.
- > **Financial Burden**: funding requirements for the institution beyond the gift amount.
- > **Partner Requirements**: required actions by a separate entity.
- > **Donor Notification**: requirements to inform donor.
- > **Transparency**: confidentiality requirements of the gift's existence or use.
- > **Intellectual Property**: restrictions related to intellectual property created through gift.

Subsequently, the Committee reviewed all identified gift agreements with regard to the eight *Gift Review Criteria* areas to mark any that had language related to the criteria. The following graphic summarizes the scope of the Committee's work in this domain.



The Committee then reviewed in detail the gift agreements marked for further review. Following this process, the Committee used its review of gift agreements, together with its benchmarking of leading practices, to develop recommendations.

Of note, through a series of interviews and document reviews, Baker Tilly validated the completeness of the population of gift agreements reviewed according to the *Gift Selection Criteria*. Six gift agreements from a single donor in support of a single program met the selection criteria but contained provisions that required the agreements themselves to remain confidential. The Foundation engaged the law firm of McGuire Woods to review these six gift agreements to determine whether they contained any language related to the *Gift Review Criteria*.

McGuire Woods conducted this review and provided a representation letter asserting that none of the agreements included any language related to the established *Gift Review Criteria*. Subsequent communications also identified the program as the University's Energy & Enterprise Initiative and stated that the six gifts totaled less than \$3 million over a six-year period. The last gift was made in December 2016.

¹ The term "leading practices" refers to information developed for this review via Baker Tilly's knowledge, expertise, and analysis of University gift acceptance policies, procedures, and practices of higher education institutions nationally.

EXECUTIVE SUMMARY

Analysis and Recommendations

The current “George Mason University Gift Acceptance Policy”² (policy) does not specify responsibilities for completing and approving gift agreements. Further, the Committee’s detailed analysis indicates that Mason’s policy lacks certain provisions found in leading practices, including donor involvement requirements and restrictions, processes for canceling and disposing of gifts, gift restrictions, and institutional conflicts of interest.

For each *Gift Review Criteria* area, the Committee:

- > Identified key factors to be considered during the analysis of gift agreements.
- > Noted examples of past gift agreement language posing potential challenges.
- > Noted representative leading practice language from past gift agreement language and from the benchmarking review of other institutions.
- > Recommended policy principles.

The Committee organized recommendations into three categories: (1) specific recommendations that arose during the review of gift agreement language based on *Gift Review Criteria*; (2) broader recommendations to improve University gift acceptance policies, procedures, and protocols; and (3) recommendations related to issues beyond the formal scope of the Committee’s charge. The recommendations are presented below.

Specific Gift-Related Recommendations

- > Pursue clarifying language with donors for all language in active gift agreements highlighted by the Committee as potentially problematic with regard to the *Gift Review Criteria*.

Recommendations Regarding Gift Acceptance Policies, Procedures, and Protocols

- > Strengthen Mason’s policies to incorporate the leading practice policy principles identified in the section of the report entitled *Policy and Gift Agreement Considerations* by Criteria Area.
 - Create a list of escalation conditions for gift agreements that require additional reviews, based on specific flags and threshold levels. This list should be developed with transparency as a leading principle (note that under no circumstances should the *existence* of a gift agreement be kept confidential).
 - Assess need and make improvements for communication and training around policy changes.
 - Direct Foundation and University Advancement to coordinate their respective roles and related policies to support alignment with these new policies.
 - Consider developing a strategy for making available, on an ongoing basis, key gift provisions from all gift agreements that govern the use of funds that are related to the academic enterprise and/or otherwise in the public interest³.
- > Revisit the University Gift Acceptance Committee’s charge and composition to:
 - Increase faculty representation.
 - Review gift agreements with escalation considerations.
 - Periodically review gift accounts to identify any gift agreements that may not have been reviewed by the Gift Acceptance Committee.
- > Ensure an ongoing scan of the environment for emerging risks related to academic independence that may require adjustment of gift agreement-related policies or escalation criteria.
- > Encourage transparency at all levels and by all parties in the gift acceptance process.

² University Policy Number 1123.

³ Public interest is defined as acting reasonably, complying with applicable laws, and ensuring accountability and transparency around any perceived controversy or position that deserves particular consideration or note by key constituents.

EXECUTIVE SUMMARY

Recommendations beyond the Committee's Review Scope for Future University Consideration

The below recommendations focus on broad risks to gift acceptance and management that warrant further evaluation, but were beyond the scope of the charge provided to the Committee:

- > Take steps to develop and implement a comprehensive institutional conflict of interest policy.
- > Consider whether to require individual disclosures to accompany scholarly efforts and publications that are wholly or in part supported by gift funds.
- > Provide a further review of the potential considerations related to gifts directed to centers and institutes that are affiliated with Mason but outside of the University's direct control; review how the current structure may affect Mason's ability to exercise sufficient policy oversight and risk mitigation.
- > Consider developing a process to evaluate the reasonableness and appropriateness of spending related to gift agreements (i.e., whether actual spending aligned with particular restrictions noted in a gift agreement). While the Committee did not encounter anything in the review that would indicate this was an issue, it may deserve further consideration as it was not within the Committee's scope.

Conclusion

The Committee undertook a rigorous review process that was recommended and facilitated by an independent third party, Baker Tilly. Based on this process, the Committee did not find any egregious practices. Of the 314 agreements reviewed, the Committee marked language in 29 agreements, representing approximately nine percent of reviewed agreements. The Committee did identify some issues that require further action and policy improvements, including the need for further consideration of the implications of certain gift agreement provisions. Relatedly, the Committee identified opportunities to evolve Mason's gift agreement-related policies to include a number of leading practice provisions. It is the Committee's hope that the review criteria and recommendations will not only prove relevant to Mason, but could also serve as a touchstone for other public higher education institutions in evaluating their own processes.

For the past four months, the Committee has united as representatives among our Board of Visitors, University administration, faculty, staff, and student leaders to fulfill our obligations and to deliver on our pledge of openness and institutional integrity. Our clear and strong consensus is that, with regard to all gifts made in support of the University, we must pledge to assure transparency, academic independence, and public trust. Our recommendations here are founded on this bedrock.

II. Background

Philanthropy in higher education continues to increase in importance, especially in the climate of declining public funding in academic institutions. In addition, public institutions face pressures for openness and transparency related to gift acceptance. Higher education and research institutions must uphold a standard of academic independence and freedom. Therefore, higher education institutions must maintain core principles of academic independence while simultaneously engaging quality donor cultivation and stewardship. To achieve that balance, Mason should continue its commitment to:

- > Maintaining academic independence
- > Respecting and engaging donors
- > Engendering trust by increasing transparency related to gift agreements

George Mason University embraces its responsibility to enhance transparency in the gift agreement process. In this context, Mason President Ángel Cabrera requested a review and directed creation of an Internal Review Committee (Committee) to assess active donor agreements supporting faculty positions, as well as current gift acceptance policies and procedures, to ensure that no undue influence can be exerted on academic matters.

The Board of Visitors reaffirmed its commitment to upholding the principles of academic freedom and independence in the operation of Mason, and endorsed the review initiated by the President (see **Appendix A** for the Resolution of the Board of Visitors of George Mason University Endorsing Review of Donor Agreements) to review existing gift agreements and identify opportunities to enhance the transparency around the gift agreement process.

The Committee tasked to perform the review was Chaired by the Provost and included two liaisons from the Board of Visitors, the Faculty Senate Chair and two additional faculty representatives elected by the Faculty Senate, a representative of Advancement, the Vice President of Compliance, Diversity, and Ethics, and two student representatives. The Committee engaged independent experts from the accounting and advisory firm of Baker Tilly to provide assistance and facilitation, review documentation, and, for the Committee's consideration, perform initial analyses and draft observations and recommendations related to gift agreement policies and processes (see **Appendix B** for the Internal Review Committee members).

The University is mindful and deeply grateful to the thousands of donors who make it possible to deliver on Mason's mission of excellence and affordability, particularly as public funding declines. This review was completed to ensure trust and accountability to these benefactors and, above all, to all of the University and Commonwealth stakeholders.

Review Scope and Approach

The Committee first established a set of *Gift Selection Criteria* for determining active gift-related accounts, obtaining associated documentation, selecting in-scope gifts, and identifying in-scope accounts with related gift agreements. In FY 2018, 16,000 gifts were received by the Foundation in support of the University. The review scope included all gift agreements with account activity in various forms of faculty support, from fiscal years 2014 to 2018, including active agreements

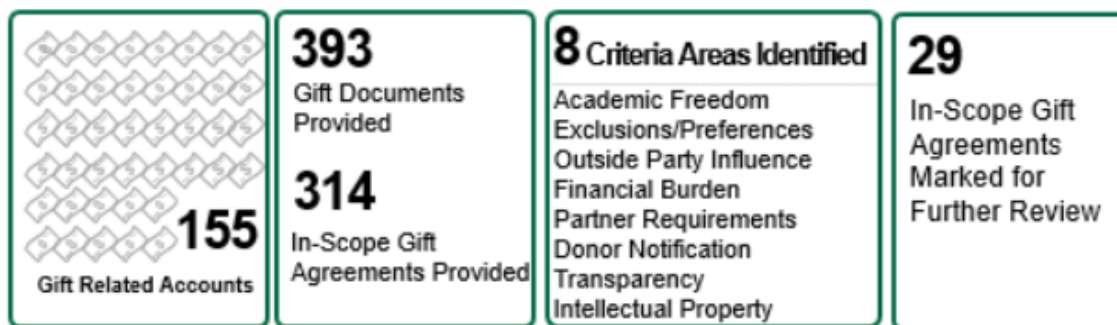
BACKGROUND

initially made in prior years (some dating back to the 1990s). Specifically, the Committee was interested in agreements meeting the following criteria:

Gift Selection Criteria

- > Gifts that require the establishment of faculty positions.
- > Gifts for named chairs/professorships.
- > Gifts to establish academic centers, institutes, or other standalone entities with or without direct funding from the agreement.
- > Gifts where the donor requests to sit on or appoint any individual to a board or selection committee.
- > Gifts where the donor requires confidentiality about the existence or content of the gift.
- > Gifts where the Foundation or Advancement may not have signed the gift agreement or the gift agreement may not have otherwise followed the standard University or Foundation process (e.g., no Gift Acceptance Committee review; note that whether a gift meets this criterion may not be readily apparent from the initial funds reports or gift agreement reviews).
- > Gifts related to academic focus (e.g., specifying details of curriculum, mission, etc.).
- > Gifts as part of the eminent scholars program (e.g., previous program offered by the State Council of Higher Education where faculty may receive special salary supplements funded from endowment income and matching general fund appropriations from the state of Virginia).

The following graphic summarizes the scope of the Committee's work.



Scope

Account Identification



- > Identified any Foundation-linked account that had any activity within the last five years (fiscal year 2014 through fiscal year 2018).
- > With costs related to faculty and graduate student support (including any funds with payroll-related costs).
- > Resulted in 155 identified accounts.
- > See **Appendix C** for the validation procedures undertaken to establish the population of gift-related accounts.

BACKGROUND

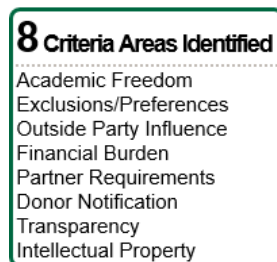
Gift Agreement Selection



- > The number of in-scope gift agreements was calculated by eliminating duplicate agreements in the total agreements provided and removing out-of-scope agreements due to expired gifts or contracts/sponsored research grants.

Gift Review Criteria

The following criteria served as a starting point for the Committee's review and evaluation of the selected gift agreements (see **Appendix D** for a Summary of Considerations from Marked Gift Agreements:



- > **Academic Freedom:** limitations or restrictions on missions, programs, or curricula.
- > **Exclusions/Preferences:** restrictions related to designated people or groups.
- > **Outside Party Influence:** ability of donor or other party to exert influence.
- > **Financial Burden:** funding requirements for the institution beyond the gift amount.
- > **Partner Requirements:** required actions by a separate entity.
- > **Donor Notification:** requirements to inform donor.
- > **Transparency:** confidentiality requirements of the gift's existence or use.
- > **Intellectual Property:** restrictions related to intellectual property created through gift.

The Analysis section of this report describes the criteria in more detail.

Marked Gift Agreements



- > Based on the established criteria, the Committee noted 29 agreements with marked language to recommend for additional review.

BACKGROUND

Limitations of the Committee's Review

Through a series of interviews and document reviews, Baker Tilly validated the completeness of the population of gift agreements reviewed according to the *Gift Selection Criteria*. The scope of the Committee's review and analysis did not include the following:

- > Gift agreements related to anything beyond faculty support (e.g., student scholarships).
- > The reasonableness or appropriateness of funds spent related to gift agreements (e.g., whether actual spending aligned with particular restrictions noted in a gift agreement).
- > Analyzing gift agreements to determine the potential for an institutional conflict of interest in accepting a gift.
- > Gift agreements of affiliated yet independent entities.

Six gift agreements from a single donor in support of a single program met the selection criteria but contained provisions that required the agreements themselves remain confidential. The Foundation engaged the law firm of McGuire Woods to review these six gift agreements to determine whether they contained any language related to the *Gift Review Criteria*. McGuire Woods conducted this review and provided a representation letter asserting that none of the agreements included any language related to the established *Gift Review Criteria* (see **Appendix E** for the Foundation Representation Letter and **Appendix F** for the Attorney Representation Letter). Subsequent communications also identified the program as the University's Energy & Enterprise Initiative and stated that the six gifts totaled less than \$3 million over a six-year period. The last gift was made in December 2016.

Had the Committee's scope included any of the additional areas described above, we may have had additional observations or recommendations to report. However, we do not believe that the above limitations impacted the Committee's achievement of its charge.

Approach

The Committee engaged the accounting and advisory firm of Baker Tilly to assist in completing its review. The Baker Tilly team provided specialized expertise and leading practices related to gift acceptance and agreements, as well as assistance with establishing and undertaking a thorough, iterative process.

The Committee's work consisted of reviewing active gift agreements involving faculty appointments, benchmarking leading practices in public and private institutions, and developing recommendations on disclosures and any necessary corrective actions, and proposing changes in gift acceptance policies and other related University policies. At each stage of the effort – collection, management, and synthesis of information, as well as reporting of the results – Baker Tilly supported the Committee's work.

The approach included the following activities:

- > Created an effective process for the Committee's deliberations, information review and reporting that incorporated proven approaches and University counsel's guidance.
- > Developed and agreed on a methodology and timeline.
- > Agreed on a protocol for requesting and receiving electronic and hard copy documentation, balancing the objectives of providing transparency and maintaining donor confidentiality obligations while respecting the intersection between the University and the Foundation.
- > Validated the methods for gathering and evaluating data and relevant documents (see **Appendix C** for Validation Procedures).
- > Reviewed and categorized documentation by the defined criteria to meet the Committee's charge (see **Appendix D** for Summary of Considerations from Marked Gift Agreements).
- > Benchmarked industry leading practice perspectives on gift acceptance policies.

BACKGROUND

- > Facilitated Committee meetings to review analyses.
- > Drafted and facilitated the Committee's iterative review of this report.

Additional Roles

The Foundation is a 501(c)(3) non-profit, independent foundation and a private corporation organized and operated for the benefit of Mason to receive, manage, invest and administer private gifts and resources. Donors invest in Mason through the Foundation, and the Foundation manages, invests, and administers private gifts, including endowment and real property (see **Appendix H** for Statistics Regarding Foundation Gifts and **Appendix I** for the current Gift Documentation Process).

The Office of Advancement and Alumni Relations supports the mission and goals of George Mason University by developing relationships with alumni, friends, corporations, foundations, students, and parents that result in philanthropic support and volunteer engagement. The Advancement team secures private financial support from individuals, foundations, and corporations; this financial support sustains Mason's mission as a public comprehensive research university that helps Mason attain its goals in the key areas of teaching, research, and service.

The Foundation engaged McGuire Woods, a law firm that works with institutions of higher education, public, and private K-12 schools, to help the Foundation analyze criteria in six gifts. The provisions of these agreements did not allow for the agreements to be shared outside of the Foundation. During the review, the Foundation and McGuire Woods provided information related to gift agreements, as well as interfaced with the Committee and Baker Tilly.

See **Appendix E** for the Foundation Representation Letter, which outlines the Foundation's cooperation with the Committee's work and requests, and **Appendix F** for the Attorney Representation Letter.

Definitions

The following represent definitions for key terms referenced in this report:

- > **Active account:** the account contains cost in a particular fiscal year.
- > **Discontinued account:** no activity in the account for the past fiscal year or longer.
- > **Donor:** an individual or entity who gives a gift or donation to the Foundation.
- > **Gift or donation:** a voluntary and irrevocable transfer of money or real property (e.g., stock, real estate, equipment, or materials) made by a donor without any expectation or receipt of direct economic benefit or provision of goods or services from the recipient. Many foundations also refer to these gifts or donations as a philanthropic grant.
- > **Grant, cooperative agreement, contract:** Grants, cooperative agreements, and contracts are agreements representing the transfer of money, property, or services by a sponsor in exchange for specified services or activities (e.g. research and development with specified outcomes or deliverables). Grants, cooperative agreements, and contracts are enforceable by law, and performance is typically accomplished with set time parameters with payment subject to being revoked for cause.
- > **Inactive account:** no entity is using the account currently or expected to in the future and the account has not yet been closed.
- > **Leading practices:** refers to information developed for this review via Baker Tilly's knowledge, expertise, and analysis of University gift acceptance policies, procedures, and practices of higher education institutions nationally. See **Appendix B** for more information about Baker Tilly's gift-related expertise.

BACKGROUND

- > **Public interest:** acting reasonably, complying with applicable laws, and ensuring accountability and transparency around any perceived controversy or position that deserves particular consideration or note by key constituents.
- > **Research:** an inquiry or investigation in some subject of knowledge, undertaken to establish new facts, principles, and information or reach a new understanding

III. Analysis and Recommendations

The results of the Committee's analysis are presented in four parts: 1) an overview of policy, process, and gift agreement considerations, 2) a detailed analysis of policies and gift agreement language by review criteria area, 3) recommendations, and 4) potential future considerations beyond the specific scope of the Committee's review of gift agreements.

Policy and Process Analysis Overview

The "George Mason University Gift Acceptance Policy" (policy) applies to all philanthropic activities of the University and Foundation. The policy serves to advise the University and Foundation personnel who assist in gift acceptance planning to ensure gifts are accepted in accordance with University objectives. The policy outlines the roles of the Foundation (i.e., assist the University in generating gifts) and Gift Acceptance Committee (i.e., implement the gift acceptance policy), but does not specify responsibilities for completing and approving gift agreements.

Further, the Committee's detailed analysis indicated that Mason's policy lacks certain provisions found in leading practices, including provisions related to donor involvement requirements and restrictions, processes for canceling and disposing of gifts, gift restrictions, and institutional conflicts of interest.

The Committee noted that many of the gifts that the University receives do not have gift agreements associated with them, although the gifts meet the threshold for a separate gift agreement. Once the University establishes a gift account for a particular purpose, many donors can contribute to the same account. Under current policy, donors who contribute to established gift accounts may not be subject to the same gift acceptance process as donors with gift agreements. Gift accounts that were established many years ago for a particular purpose may not align with the University's current gift acceptance policies.

ANALYSIS AND RECOMMENDATIONS

Policy and Gift Agreement Considerations by Criteria Area

For each gift review criteria area, the Committee:

- > Identified key factors to be considered during the analysis of gift agreements.
- > Noted examples of past gift agreement language posing potential challenges (see **Appendix D** for a full summary of gift agreements with existing language relative to the review criteria).
- > Noted representative leading practice language from past gift agreement language and from the review of leading practices from other institutions.
- > Recommended policy principles.

The Committee compared Mason's gift acceptance policy content to leading practices related to each review criteria area; leading practices refers to information developed for this review via Baker Tilly's knowledge and expertise of University gift acceptance policies, procedures, and analysis of higher education institutions nationally. Specifically, policies of the following educational institutions and advancement-related organizations were included in the analysis:

- | | |
|---|---------------------------------------|
| 1) Association of Advancement Services Professionals (AASP) | 10) Oakland University |
| 2) Council for Advancement and Support of Education (CASE) | 11) Palo Alto Unified School District |
| 3) Association of Donor Relations Professionals (ADRP) | 12) Princeton University |
| 4) College of William and Mary | 13) University of Michigan |
| 5) Columbia University | 14) University of Kentucky |
| 6) Cornell University | 15) University of Virginia |
| 7) Florida State University (FSU) | 16) Virginia Tech University |
| 8) Georgia State University | 17) Yale University |
| 9) North Carolina State University | |

The chart below represents the framework for policy analysis and describes the information compiled for each criteria area. In the pages that follow, certain language is bolded to highlight areas of particular opportunity or question.

Criteria Area

These are factors that the Committee considered in its analysis of the criteria area	<i>This section contains sample questions related to the criteria area.</i>
Policy Principles Derived from Leading Practices	<i>This section includes policy excerpts from leading institutions listed above, as well as identified in Mason existing gift agreements.</i>
Representative of Marked Language	Representative of Leading Practice Language
<i>This section contains language that was included in Mason agreements reviewed that was identified by the Committee as potentially challenging, based on the specified criteria.</i>	<i>This section contains language that was included in Mason agreements reviewed but is not currently standard language in Mason's gift agreement template. These are clauses (with some modifications) that could be included in the standard gift agreement template or as an addition to the gift acceptance policies.</i>

Academic Freedom

<p>These are factors that the Committee considered in its analysis of Academic Freedom</p>	<ul style="list-style-type: none"> > Does gift require the University to conform to specific curriculum requirements (e.g., specify outcome of scholarly inquiry)? > Does gift outline what the University can/can't include in a program? > Does gift restrict the University as to "mission"? > Does gift require/restrict whom the University employs?
<p>Recommended Policy Principles Derived from Leading Practices</p>	<ul style="list-style-type: none"> > Gifts that interfere with or influence the University's academic freedom or its capacity to fully control the management, operations, and direction of its affairs, including admission procedures, academic programs, and their integrity, shall not be accepted. > While gifts that support research or study in a particular subject matter or discipline are welcomed, gifts directed toward a particular result or conclusion of scholarly work should not be solicited and shall not be accepted. > Gifts that impede the work or scholarly activity of a faculty member, fellowship holder, or student shall not be accepted. > Gifts that are offered for purposes inconsistent with its missions of education, research, and service shall not be accepted.

Representative of Marked Language

Agreement #226: "Create field contacts and presence within the conservative policy and grassroots communities, focused on REDACTED. Work to identify, recruit, enroll, educate, and activate at the grassroots level. Engage on an ongoing basis with conservatives in government, media, academia, and policy in an educational discussion of **conservative solutions to REDACTED**."

Agreement #153: "The Center for REDACTED at George Mason University School of REDACTED was established to improve the academic, legal, and policy debate regarding REDACTED. REDACTED is an important voice in REDACTED scholarship and the REDACTED policy debate. Most academic research about REDACTED focuses on costs, with little to say about benefits. Positive academic work about REDACTED is rare, isolated, and usually fails to connect directly with either practical applications or policy. Ideas matter, and this unbalanced academic focus has led to a one-sided negative, legal and public policy discussion. **REDACTED is restoring balance** to the academic, legal, and policy debate about REDACTED."

Agreement #41: "The purpose of the FUND is to produce academic-quality **research related to important issues identified by the DONOR** and others, and to disseminate that research to relevant state, regional and national policy-makers as well as media, teachers and the general public."

Agreement #29: The objective of the REDACTED Chair is to **increase understanding and acceptance of economics based on the principles of free markets**, private property, limited constitutional government, the rule of law, and individual freedom with responsibility and to **expand public support of these principles**.

Representative of Leading Practice Language

Agreement #52: "The DONOR agrees that the academic freedom of the UNIVERSITY, the SCHOOL and their faculty is **critical to their mission and success** and is therefore committed to protecting it. Decisions concerning the use of the FUND will be made solely by the UNIVERSITY. The DONOR will have **no authority over any academic matters**, including student admissions, curriculum content and structure of faculty selection or promotion."

Agreement #40: "Promoting Academic Freedom: The Donor's grant is intended to help promote an environment at the University and the School where ideas can be exchanged freely and useful knowledge will benefit the well-being of individuals and society. Thus, the Parties agree that the **academic freedom of the University**, the school and their faculty, students, and staff is critical to the success of the School's research, scholarship, teaching, and service."

Exclusions/Preferences

<p>These are factors that the Committee considered in its analysis of Exclusions/Preferences</p>	<ul style="list-style-type: none"> > Does gift require the University to give preference to designated people or groups, or preference based on a set of criteria that the donor has provided? > Does the gift put restrictions in an area covered by the University's equal opportunity/non-discrimination policy?
<p>Recommended Policy Principles Derived from Leading Practices</p>	<ul style="list-style-type: none"> > Gifts that are specifically related to the appointment or retention of a specific individual shall be escalated for review (see Appendix J Escalation Considerations). > Gifts with restrictions that unlawfully discriminate, unlawfully restrict, or unlawfully show preference on the basis of race, creed, color, citizenship, national origin, religion, sexual orientation, gender identity, gender expression, age, marital or partnership status, military status, or disability shall not be accepted.

Representative of Marked Language

Agreement #226: "Notwithstanding any other term or language in this Agreement, **should REDACTED leave his current position** at any time during the term of this grant, the Foundation reserves the right to terminate the grant and recover any unspent funds as of the **key person's departure date**, or to renegotiate the grant prospectively for the remainder of the term. Throughout the term of this grant, the Foundation also reserves the right to make all award payments contingent upon the Foundation's approval of the new appointment if key person is replaced or if there is redistribution of staff responsibilities."

Agreement #67: "Employment of REDACTED **[founder and Executive Director of REDACTED]**. On the Effective Date, Mason shall enter into an employment agreement with REDACTED simultaneous to the Agreement. If Mason and REDACTED are unable to reach and execute such employment agreement, this Agreement shall be null and void."

Representative of Leading Practice Language

Agreement #290: "SELECTION OF RECIPIENTS. The Grantee [University] shall have the exclusive right to select the individuals to whom and the organizations to which funds shall be paid. This provision shall prevail over all other provisions of this Agreement. Under Special Conditions the Endowment may provide that the Grantee [University] in the exercise of its **right of selection** shall observe certain criteria, such as the independence of project evaluators; educational or other qualifications of persons who will perform certain duties in connection with this grant; and characteristics of organizations which shall be relied upon to achieve the charitable purposes of this grant [gift]. In all cases, these criteria are intended to maximize the charitable benefits to be derived from this grant [gift], shall be construed and applied to achieve that result, and are **not intended to identify or cause the Grantee [University] to select any particular individual or organization**. The Endowment disclaims participation in the above described selection process."

Outside Party Influence

These are factors that the Committee considered in its analysis of Outside Party Influence

- > Governance (e.g., independent board, advisory board): Does gift require the University to establish, manage, or govern an institute, center, program, department, or activity in a specific way?
- > Ongoing donor role that is more than advisory in nature or providing for stewardship: Does donor or a third party designated by donor intend to play active role in the future that would influence academic freedom? Does donor expect to oversee the University's activities related to a gift?

Recommended Policy Principles Derived from Leading Practices

- > Donors have the right to be appropriately acknowledged, recognized, and assured that their gifts are being used as intended, but they **may not direct or participation in the direction of appointments, research, or other activities.**
- > **The convening of donor oversight or advisory committees should not be a condition** of a gift. If such a committee is included, the University should appoint the majority of the members, and any donor designees should be limited to a non-voting role and have the option to recuse themselves. Moreover, if such a committee is created and has influence on activities or personnel, the gift should undergo a thorough review by the Gift Acceptance Committee to determine if the role specified for donor designees is acceptable.

Representative of Marked Language

Agreement #20: "The donors will be represented on the search committee, and the broad thematic rubric under which the position will be established is 'REDACTED.'"

"The selection of the Endowed Chair will be led by the Dean REDACTED at the UNIVERSITY. Designee/s of the DONOR will participate as member/s of the search committee in 3:2 ratio (three UNIVERSITY representatives to two Designee representatives)."

Agreement #43/60: "The CENTER shall pass through a biennial review process. The review report shall be reviewed by a seven-member advisory board, which shall be selected as follows: **two (2) members will be selected by the DONOR**, two (2) members will be selected by the UNIVERSITY, and three (3) additional members will be selected jointly by the DONOR and the UNIVERSITY; these three additional members will be selected from outside of the UNIVERSITY and will be senior scholars in the field of REDACTED studies. **Continuation of funding will depend on these reviews** and the affirmative review reports of the advisory board." "Whenever a new director of this CENTER is appointed by the UNIVERSITY, the advisory board will be thoroughly briefed and consulted and **will have significant input on the search process** prior to the appointment."

Agreement #29: "6: Other Provisions

a. The Foundation will use its best effort to ensure that the **Donor shall have a seat on the Accounting Advisory Council.**"

Representative of Leading Practice Language

Agreement #247: "To further the reciprocal basis of our partnership, we seek ongoing communications about significant opportunities, challenges and outcomes. This can be an e-mail, quick phone call, or face-to-face meeting initiated by any of the partners. The purpose of this communication is to **engage in dialogue, reflection, and joint problem solving, not to judge or control.**

Agreement #40: "In accordance with academic freedom, the School, in compliance with all University policies and procedures, has the sole and absolute discretion to determine and carry out all selection, research, and scholarship, teaching, and service at the School. The **School controls the search, recruitment, and selection process** for the Faculty positions and Staff positions in accordance with the University's policies."

Financial Burden

These are factors that the Committee considered in its analysis of Financial Burden

- > Does the nature of the agreement alter the make-up of faculty in a School (e.g., require the School's resources to be directed in a particular fashion related to hiring of faculty positions)?
- > Does the agreement require a permanent impact on the base budgets?

Recommended Policy Principles Derived from Leading Practices

- > Gifts that **impair the University's or Foundation's ability to define and pursue its mission**, requires illegal or unethical acts, hinders governance or administration, or compromises the University's accreditation or the Foundation's tax exempt status shall not be accepted.
- > Gifts that potentially create **immediate or future financial** or administrative burden shall be escalated for review (see **Appendix J Escalation Considerations**).
- > A new chair or named position endowment may not be established for a **lower amount than the established threshold** set by the Gift Acceptance Committee, unless so approved by the Committee. Schools may choose to set higher minimums as they deem appropriate.

Representative of Marked Language

Agreement #50: "The University will match the Donor's gift by **permanently increasing the base budget** of REDACTED as follows: a \$25,000.00 permanent base budget increase will be given by the University to REDACTED on July 1, 2006; a second such \$25,000.00 permanent increase will be given on July 1, 2007; a third such \$25,000.00 permanent increase will be given on July 1, 2008; and a fourth such \$25,000.00 permanent increase will be given on July 1, 2009, such that, as from July 1, 2009 and thereafter, the base budget of REDACTED shall have been permanently increased by \$100,000.00."

Agreement #40: "Section 3: The University's Commitment to and Support for the School
a. Generally, the School shall **provide funding of at least ten years** from the Effective Date for twelve new Faculty positions, additional Staff positions, and support for REDACTED, as more fully described in the Proposal (collectively referred to as the "School Support")."

Representative of Leading Practice Language

Not identified within Mason agreements reviewed by the Committee

Partner Requirements

These are factors that the Committee considered in its analysis of Partner Requirements

- > Does the gift have a required or confidential third party beneficiary?

Recommended Policy Principles Derived from Leading Practices

- > Partnerships and support from the corporate sector will only be accepted that enable the institution to **better achieve its mission** without compromising its principles and will only be accepted if disclosed within the confines of University policies.
- > Gifts must be intended for **public benefit** rather than for private interest.

Representative of Marked Language

Agreement #40: "Section 7A: Third Party Beneficiary - The Parties agree that REDACTED is a **third party beneficiary** of this Agreement. REDACTED and the Donor have previously agreed that the Donor has given REDACTED the right to enforce all the Donor's rights in this Agreement, including the right to enforce the naming recognition described in Section 8. The Foundation and the University are not directly or indirectly entitled to the benefit of any waivers, indemnities, releases or other provisions contained in any agreement between the Donor and REDACTED."

Representative of Leading Practice Language

Agreement #38: "This agreement confers **no rights on third parties** and shall not be construed to provide benefits or guarantees respecting education and other services beyond those specifically mentioned in the agreement."

Donor Notification

<p>These are factors that the Committee considered in its analysis of Donor Notification</p>	<ul style="list-style-type: none"> > Does the agreement specify that if an individual holding the critical position changes, the University shall immediately notify the donor? > Does donor require the University to notify additional parties other than the donor (e.g., descendants) when it is not possible to use funds as designated?
<p>Recommended Policy Principles Derived from Leading Practices</p>	<ul style="list-style-type: none"> > The institution will follow University policy regarding donor reporting practices and exercise good donor stewardship; however, gifts cannot contain conditions that require notifications to the donor beyond normally accepted stewardship practices (e.g., related to the continued employment of specific personnel). > If it becomes impossible for the donation to serve the specific purpose for which it was created due to unforeseeable circumstances, the University shall in the first instance discuss this with the donor to find a resolution. If the donor cannot be contacted, then the gift will be devoted to purposes that are most consistent with the wishes of the donor. If this is not possible, the gift should be reassigned in consultation with University leadership.

Representative of Marked Language

Agreement #40: "As stated in the REDACTED School's grant proposal, which is hereby incorporated into and made part of this Agreement and attached as Attachment A (the "Proposal"), the **University has informed the Donor, and the Donor is relying on such representation**, that the School's mission is to become a national leader in REDACTED by applying tools of REDACTED to the study of REDACTED (the "School's Mission"). REDACTED, who was selected by the University, is currently the dean of the School (the "Dean"). The Parties believe the Dean is a critical part of advancing the school's Mission, therefore, if the individual holding the Dean Position changes, the **University shall immediately notify the Donor.**"

Agreement #301: "Recipients of the REDACTED Endowment will be named REDACTED. Advanced notice of any matters related to publicizing the fellowships, recruiting candidates, and establishing criteria for recipients will be provided to the donor. In addition, the **donor is to be informed of all involvements** that reasonably might affect his willingness to continue sponsorship of this project."

Representative of Leading Practice Language

Agreement #247: "To further the reciprocal basis of our partnership, we seek **ongoing communications** about significant opportunities, challenges and outcomes. This can be an e-mail, quick phone call, or face-to-face meeting Initiated by any of the partners. The purpose of this communication is to **engage in dialogue**, reflection, and joint problems solving, **not to judge or control.**"

Transparency

These are factors that the Committee considered in its analysis of Transparency	<ul style="list-style-type: none"> > Does the agreement restrict sharing the purpose of the agreement with others (e.g., gift existence or use confidentiality)?
Recommended Policy Principles Derived from Leading Practices	<ul style="list-style-type: none"> > Transparency should be encouraged at all levels and by all parties in the gift acceptance process. Upon request, a donor's identity may be protected, but the President, Provost, Vice President for Advancement, Board of Visitors, and Gift Acceptance Committee must be aware of the identity and approve the request for anonymity. > For gifts with an accompanying gift agreement, any associated conditions that govern the use of funds by the University, donor involvement, or donor notification, shall be made available, even when donor identity is protected.

Representative of Marked Language

Agreement #40: "The Foundation and the University acknowledge that the Donor has requested **anonymity in connection with or as a condition of donating** the Contributed Amount. The Foundation and the University agree to keep confidential and not to disclose to any third party the existence of or contents of this Agreement without express written approval from the Donor, except as otherwise may be required by law, including but not limited to the Virginia Freedom of Information Act. If the Foundation is required to disclose the existence of or the content of this Agreement to any third party, the Foundation agrees to provide the Donor prompt written notice in advance of such disclosure. If a request is made of the University to disclose the existence of or the content of this Agreement, the University agrees to provide the Donor prompt written notice of such request."

Representative of Leading Practice Language

Not identified within Mason agreements reviewed by the Committee

Intellectual Property

These are factors that the Committee considered in its analysis of Intellectual Property	<ul style="list-style-type: none">> Does the agreement permit use of the University logo or trademark by donor or other third party?> Does the agreement require the University to share anything created as result of the gift?> Does the agreement require the University to publicize in a specific way?
Policy Principles Derived from Leading Practices	<ul style="list-style-type: none">> <i>None identified</i>
Representative of Marked Language	Representative of Leading Practice Language
<i>Not identified within Mason agreements reviewed by the Committee</i>	<i>Not identified within Mason agreements reviewed by the Committee</i>

ANALYSIS AND RECOMMENDATIONS

Recommendations

This Committee was charged to conduct a comprehensive review of the University's current donor agreements. Significantly, the Committee also was asked to make recommendations for improvements in our policies and practices that are squarely aligned with the University's long-held commitment to independent scholarship and academic freedom.

We organized Committee Recommendations into three categories: (1) specific recommendations that arose during the review of gift agreement language based on *Gift Review Criteria*; (2) broader recommendations to improve University gift acceptance policies, procedures, and protocols; and (3) recommendations related to issues beyond the formal scope of the Committee's charge. The recommendations are presented below.

Specific Gift-Related Recommendations

- > Pursue clarifying language with donors for all language in active gift agreements highlighted by the Committee as potentially problematic with regard to the *Gift Review Criteria* (as noted in **Appendix D**).

Recommendations Regarding Gift Acceptance Policies, Procedures, and Protocols

- > Strengthen Mason's policies to incorporate the leading practice policy principles identified in the section of the report entitled *Policy and Gift Agreement Considerations* by Criteria Area.
 - Create a list of escalation conditions for gifts agreements that require additional reviews, based on specific flags and threshold levels (see **Appendix J** for Escalation Considerations). This list should be developed with transparency as a leading principle (note that under no circumstances should the *existence* of a gift agreement be kept confidential).
 - Assess need and make improvements for communication and training around policy changes.
 - Direct Foundation and University Advancement to coordinate their respective roles and related policies to support alignment with these new policies.
 - Consider developing a strategy for making available, on an ongoing basis, key gift provisions from all gift agreements that govern the use of funds that are related to the academic enterprise and/or otherwise in the public interest.
- > Revisit University Gift Acceptance Committee's charge and composition to:
 - Increase faculty representation.
 - Review gift agreements with escalation considerations.
 - Periodically review gift accounts to identify any gift agreements that may not have been reviewed by the Gift Acceptance Committee.
- > Ensure an ongoing scan of the environment for emerging risks related to academic independence that may require adjustment of gift agreement-related policies or escalation criteria.
- > Encourage transparency at all levels and by all parties in the gift acceptance process.

ANALYSIS AND RECOMMENDATIONS

Recommendations beyond the Committee's Review Scope for Future University Consideration

The below recommendations represent broad risks to gift acceptance and management that warrant further evaluation, but were beyond the scope of the charge provided to the Committee:

- > Take steps to develop and implement a comprehensive institutional conflict of interest policy.
- > Consider whether to require individual disclosures to accompany scholarly efforts and publications that were wholly or in part supported by gift funds.
- > Provide a further review of the potential considerations related to gifts directed to centers and institutes that are affiliated with Mason but outside of the University's direct control; review how the current structure may affect Mason's ability to exercise sufficient policy oversight and risk mitigation.
- > Consider developing a process to evaluate the reasonableness and appropriateness of spending related to gift agreements (i.e., whether actual spending aligned with particular restrictions noted in a gift agreement). While the Committee did not encounter anything in the review that would indicate this was an issue, it may deserve further consideration as it was not within the Committee's scope.

IV. Conclusion

The Committee undertook a rigorous review process that was recommended and facilitated by an independent third party, Baker Tilly. Based on this process, the Committee did not find any egregious practices. Of the 314 agreements reviewed, the Committee marked language in 29 agreements, representing approximately nine percent of reviewed agreements. The Committee did identify some issues that require further action and policy improvements, including the need for further consideration of the implications of certain gift agreement provisions. Relatedly, the Committee identified opportunities to evolve Mason's gift agreement-related policies to include a number of leading practice provisions.

The Committee understands that there are always opportunities to enhance processes and this review has identified recommendations to evolve gift agreement policies, revisit marked agreements, and outline clear guidelines for the future when accepting gifts to ensure academic integrity. It is the Committee's hope that the review criteria and recommendations will not only prove relevant to Mason, but could also serve as a touchstone for other public higher education institutions in evaluating their own processes.

For the past four months, the Committee has united as representatives among our Board of Visitors, University administration, faculty, staff, and student leaders to fulfill our obligations and to deliver on our pledge of openness and institutional integrity. Our clear and strong consensus is that, with regard to all gifts made in support of the University, our pledge must be to assure transparency, academic independence, and public trust. Our recommendations here are founded on this bedrock.

Appendix A: Resolution of the Board of Visitors of George Mason University Endorsing Review of Donor Agreements

RESOLUTION OF THE BOARD OF VISITORS OF GEORGE MASON UNIVERSITY ENDORSING REVIEW OF DONOR AGREEMENTS

WHEREAS, the University is committed to the principles of academic freedom and independence; and
WHEREAS, the University appreciates the generosity of its many donors towards the advancement of our mission; and

WHEREAS, a number of past gift agreements have been identified that raise questions regarding donor influence in academic matters; and

WHEREAS, the aforementioned gift agreements have expired or have been voided; and

WHEREAS, President Cabrera has ordered a review of all active donor agreements supporting faculty positions as well as current gift acceptance policies and practices

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF VISITORS:

1. The Board of Visitors reaffirms its commitment to upholding the principles of academic freedom and independence in the operation of George Mason University.
2. The Board of Visitors values the generosity of the many donors who help advance the mission of the University.
3. The Board of Visitors endorses the review initiated by President Cabrera of all active donor agreements supporting faculty positions and gift acceptance policies and practices of the University.
4. The Board of Visitors directs the President to include two Visitors, to be appointed by the Rector, in the review process.
5. The Board of Visitors directs the President to include no fewer than two faculty members in the review process.
6. The Board of Visitors directs the President to include the undergraduate and graduate student government presidents or their respective designee in the review process.
7. The Board of Visitors authorizes the President to engage independent, external experts to support the review process.
8. The Board of Visitors directs the President to report to the Executive Committee on the progress of the review process, any corrective actions undertaken, as well as proposed changes in gift acceptance policies and procedures.
9. The resolution shall take effect immediately.

Adopted: May 3, 2018



Tom Davis
Rector

Appendix B: Internal Review Committee Members

The following University stakeholders encompassed the Mason Internal Review Committee.

S. David Wu – Provost and Executive Vice President (Committee Chairman)

Dr. Wu has served as the Provost and Executive Vice President of GMU since 2014. He has launched important initiatives at Mason, including the establishment of the Science and Technology campus in Prince William County, the creation of campus-wide multidisciplinary initiatives, and the formation of comprehensive partnerships with Inova health system and the University of Virginia. Prior to joining Mason, Dr. Wu was dean of the Rossin College of Engineering and holder of the Lee A. Iacocca endowed chair at Lehigh University. Serving the deanship for over a decade, Dr. Wu led a period of expansion and renewal for the college, recruited over 40% of the faculty, created over 12 new interdisciplinary programs, and built substantial academic and research space.

Karen Alcalde – Member, Board of Visitors; Chair of the Academic Programs, Diversity, and University Community Committee

Ms. Alcalde is a sole practitioner providing legal consultant services in Arlington, VA. She is also co-owner and counsel for Takaro Farm, a breeding and farming operation in Middleburg, VA. Ms. Alcalde serves on the boards of Life With Cancer-Inova Health System, the Galapagos Foundation, Museum of the Americas Foundation, Hispanic Designer Foundation, Ivy Inter-American Foundation, and Evening in Old Saratoga Foundation. She also provides pro bono legal services and volunteer work for these organizations. She previously worked as a marketing manager for Savin Corporation and as a sales and marketing analyst for American Can Corporation.

Kathleen Diemer – Associate Vice President, Advancement Relations

Ms. Diemer is a Certified Fund Raising Executive (CFRE) and currently serves as Associate Vice President, Advancement Relations at George Mason University. Prior to her work at Mason, she helped guide the University of Maryland's central donor relations unit through two comprehensive fundraising campaigns. Ms. Diemer is the Past President of the Association of Donor Relations Professionals (ADRP). While serving ADRP, she advocated for and promoted the donor relations profession, and represented the association's 1,700 international members. During her term as President she helped strengthen the association's policies related to partnerships and conflict of interest, and also led the association through a strategic visual identity and rebranding process.

Wai Ling Fong – Graduate Student Representative

Ms. Fong is currently a Ph.D. student focusing on International Education. She is also a Graduate Professional Assistant (GPA) at INTO Mason where she works as an undergraduate academic advisor for international students. She received her Masters in International Studies and a certificate in Women's, Gender, and Sexuality Studies from Ohio University, where she was also a Fulbright Foreign Language Teaching Assistant (FLTA) teaching Malay language at Ohio University.

Chris Kennedy – Faculty representative elected by Faculty Senate

Dr. Kennedy is an economist and Associate Professor in the Department of Environmental Science and Policy. His teaching and research focuses on natural resource management, cost-benefit analysis, conflict and the environment, and ecosystem service valuation. He received his PhD in economics from the University of Wyoming.

APPENDIX B: INTERNAL REVIEW COMMITTEE MEMBERS

Rebekah Pettine – Student Body President

Ms. Pettine is currently a senior working on her undergraduate degree in Government and International Politics and Communication. For the last three years, she served as a Student Government representative. She also served two terms as the Chairman of the Administrative and Financial Affairs Committee.

Keith Renshaw – Associate Professor and Faculty Senate Chairman

Dr. Renshaw is an active member of George Mason's Faculty Senate. He currently serves as Chair of the Faculty Senate, and in this role, he serves as the Faculty Representative to the Board of Visitors. Dr. Renshaw received his Ph.D. in clinical psychology from the University of North Carolina at Chapel Hill in 2003. He was an adjunct faculty member at University of North Carolina for two years and an Assistant Professor at the University of Utah from 2005-2009, before joining the faculty at George Mason University in the fall of 2009.

June Tangney – Faculty representative elected by Faculty Senate

Dr. Tangney joined the Psychology Department at George Mason University in 1988, where she is currently University Professor and Professor of Psychology. She has served as Associate Editor for the *American Psychologist* and for *Self and Identity*, and as Consulting Editor for *Journal of Personality and Social Psychology*, *Personality and Social Psychology Bulletin*, *Psychological Assessment*, *Journal of Social and Clinical Psychology*, and *Journal of Personality*. She received her Ph.D. in clinical psychology from the University of California, Los Angeles.

Julian Williams – Vice President, Compliance, Diversity, and Ethics

Mr. Williams has served as the Vice President of Compliance, Diversity, and Ethics since 2015. Prior to joining Mason, Mr. Williams was the director of the Office of Equal Opportunity and Affirmative Action at Vassar College in Poughkeepsie, New York, and also served as Title IX Officer. Prior to Vassar College, he was the director of the Office of Equity and Diversity at Monmouth College and an associate attorney representing clients on issues related to discrimination and inequality.

Bob Witeck – Member, Board of Visitors; Vice Chair of the Academic Programs, Diversity, and University Community Committee of the Board of Visitors

Mr. Witeck is President of Washington, DC-based Witeck Communications, Inc., a pioneering communications expert focused on lesbian, gay, bisexual and transgender (LGBT) communities around the world. He served in the Office of the Legal Adviser at the U.S. Department of State, following his undergraduate degree at the University of Virginia. On Capitol Hill for over a decade, Witeck served as communications director for the U.S. Senate Committee on Commerce, Science and Transportation as well as a Senate press secretary and legislative assistant. Before opening his firm in 1993, he was senior vice president for Hill & Knowlton Public Affairs.

Baker Tilly

Baker Tilly is an accounting and advisory firm with a specialty higher education practice that serves more than 400 higher education institutions. Additionally, Baker Tilly serves 280 grant-making and grant-giving foundations, including diverse university-affiliated foundations. Baker Tilly has worked with institutions across the country for over a decade on advancement operations, including gift acceptance procedures, gift accounting and allocation, stewardship, reporting, and compliance with donor intent. Baker Tilly's work has helped higher education institutions with process improvements in key gift management aspects, including due diligence procedures for gift acceptance, identifying misappropriation of donor funds, and enhancing efficiencies and accuracy of stewardship reporting.

Appendix C: Validation Procedures

Baker Tilly performed the following procedures to confirm the completeness of the gift agreement population reviewed by the Committee based on the gift selection criteria outlined in this report.

1. Initial Data Gathering Procedures

Baker Tilly worked with the University's Associate Provost for Academic Administration to:

- > Extract all gift agreement-related accounts with activity from fiscal years 2003 to 2018 for accounts coded as active.
- > Perform inquiry procedures with the University and the Foundation to understand the data fields in the report and whether or not information reported was in scope.
- > Narrow the data set for information available for the Committee's in-scope five-year period (July 1, 2013, through June 30, 2018).
- > Perform data analytics to identify all unique Sponsor IDs and records for the in-scope five years where there were costs reported and the account was coded as active.

This initial data gathering resulted in the identification of 125 in-scope accounts (118 with unique Sponsor IDs and seven records with no Sponsor ID provided, collectively representing 125 unique Grant IDs). (Note: University records use the Grant ID field as the unique identifier for the account, while Foundation records use the Sponsor ID field.)

2. Validation Procedures

To validate the initial data gathered, Baker Tilly watched University representatives re-run a report for all active and closed accounts with costs within the in-scope five fiscal years. Baker Tilly confirmed that the University performed the following steps:

- > Used Mason's Microstrategy reporting tool to run reports by extracting data from the University's system of record (Banner).
- > Filtered the account IDs to extract only gift agreement-related accounts with labor costs related to faculty, student fellowships, and non-staff positions based on the defined selection criteria.
- > Filtered the status to include both active and closed accounts (e.g., accounts with activity in the past five years).
- > Narrowed the transaction date criteria to obtain only accounts with activity within the past five fiscal years, between the dates of July 1, 2013, and June 30, 2018.

This report resulted in accounts associated with 155 unique Grant IDs. Baker Tilly compared the updated gift agreements report with 155 unique Grant IDs with the original gift agreements report with 125 unique Grant IDs. After removing duplicative records, the Foundation and the Office of Sponsored Programs (OSP) identified the remaining accounts as out-of-scope grant-related accounts.

3. The Foundation Process

The 155 accounts described above outlined funds and accounts which may or may not have associated gift agreements. Baker Tilly worked with the Foundation to identify those with gift agreements available for analysis. The Foundation performed the following to provide 393⁴ University documents:

- > Searched for documents related to specific Foundation allocations, as identified above, that were related to faculty and/or graduate student support. Uploaded the identified documents to the Baker Tilly portal by allocation number.

⁴ The number of gift agreements exceeds the total number of accounts because multiple gift agreements can be associated with a single account.

APPENDIX C: VALIDATION PROCEDURES

- > Examined the Foundation's electronic document management system. Inspected all documents with a document type "GA" (gift agreement) to determine the relevant Foundation allocation associated with the document. Uploaded documents related to the Baker Tilly identified allocation numbers to the Baker Tilly portal with a prefix of DM (document management).⁵
- > Searched the Foundation's hard-copies of the files. Uploaded documents related to the identified allocations to the Baker Tilly portal with a prefix of FF. Baker Tilly identified 55 duplicate agreements between the various sets of documents.
- > In addition to the above documents, the Foundation, in collaboration with OSP, provided confirmation for 21 accounts in the population as pass-through transactions to OSP for sponsored research grant management.
- > Identified six agreements that the Foundation was unable to provide to Baker Tilly and the Committee due to the strict confidentiality and disclosure requirements contained in the gift agreements. Per the Foundation, these agreements related to a single donor that has provided annual gifts to help support the Energy Enterprise and Initiative Program in the College of Humanities and Social Services. The law firm of McGuire Woods certified that these gift agreements do not contain the types of provisions that are the subject of the Committee's concern and review.

After reviewing the documents provided above, Baker Tilly identified 32 unique accounts without a corresponding gift agreement and worked with the Foundation to understand the following:

- One account was not in-scope as it was related to the Instructional Foundation and not the Foundation.
- Five accounts were either an unrestricted Foundation account allocation or transfer accounts from other unrestricted funds.
- The remaining 26 accounts did not have an associated gift agreement, per the Foundation, most likely due to the following:
 - Each school and/or department has a general account to receive funds for established programs and no agreements exist for those accounts.
 - Past general accounts were created for faculty members where donations come from friends, families, and community members and no agreements were created.
 - Past accounts were also created for deans to be used for endowment account transfers, such as a match fund or to transfer funds from the University to the Foundation and for those no agreements exist.

The Foundation provided a representation letter to attest that the above 31 accounts do not have associated gift agreements due to the above reasons. OSP provided a representation letter to attest that the above Instructional Foundation account is not related to the Foundation and therefore, out of scope, in addition to the 21 accounts noted above as sponsored research grant management accounts. The law firm of McGuire Woods, after receiving the Committee's review criteria, also provided a representation letter stating that the above six gift agreements that could not be provided due to strict confidentiality and disclosure requirements "do not contain personnel restrictions or requirements nor a requirement to pursue conservative solutions or other conditions that mandate any type of specific substantive approach in the use of the donor's funds." Please see **Appendices E, F, and G** for the Foundation, Attorney, and OSP representation letters, respectively.

⁵ Older University-related accounts in the Foundation's document management system were assigned a donor identification number instead of a Grant ID; therefore, the Foundation manually reviewed and assessed documents to determine allocations to the Baker Tilly-selected accounts.

Appendix D: Summary of Considerations from Marked Gift Agreements

The chart below lists marked gift agreements by Sponsor ID account and indicates with Xs the relevant review criteria (as defined on page 2). Rows highlighted in grey represent gifts with less than \$500 of remaining funds in the current fund account balance as of August 30, 2018.

The numbering convention for “Agreement #” does not directly align with the total number of agreements reviewed (i.e., there is a gift agreement numbered 348, but we reviewed 314 in-scope agreements) due to duplicate agreements that initially were assigned unique numbers.

Sponsor ID	Agreement #	Academic Freedom	Exclusions/ Preferences	Outside Party Influence	Financial Burden	Partner Requirements	Donor Notification	Transparency
010659	20	X		X				
050105	29	X	X	X				
070095	40				X	X	X	X
010123	41	X						
	42	X		X				
	108	X						
010660	43	X		X				
	60	X		X				
070006	50				X			
011056	61			X	X			
	62			X	X			
020313	63A		X	X				
011080	67		X					
070081	153	X						
	346							X
010430	226	X	X					
	227	X	X					
	228	X						
	230	X						
	232	X						
	233	X						
	233	X						
	234	X						
070014	299	X						
070026	301						X	
070093	306			X				
010637	335		X	X				
120356	336	X						
090206	348			X				
Total		18	6	11	4	1	2	2

Appendix E: Foundation Representation Letter



GEORGE MASON UNIVERSITY
FOUNDATION

4400 University Drive, MS 1A3
Fairfax, Virginia 22030
Phone: 703-993-8850
Fax: 703-993-2018

September 26, 2018

Baker Tilly Virchow Krause, LLP
8219 Leesburg Pike
Suite 800
Tysons, VA 22182

George Mason University (University) has engaged Baker Tilly to conduct a review of University gift agreements, the University's gift acceptance policies and practices, and to make recommendations to the University concerning best practices in the area of gift acceptance.

George Mason University Foundation, Inc. (Foundation), is a separate and independent 501 C(3) not-for-profit corporation. The Foundation receives, manages, invests and administers private gifts for the benefit of the University. The Foundation has not engaged Baker Tilly for any audit or review purpose. The Foundation agreed to assist, to the extent possible, with Baker Tilly's review of University gift agreements. We conducted a review of our files to identify documents that are University documents (University signatures, addressed to University personnel, courtesy copies to University personnel or other indication of publication) related to Foundation allocations identified by Baker Tilly that are related to faculty and graduate student support.

The Foundation receives approximately 16,000 gifts per year. Most donations are restricted for a specific purpose to support University programs, students and faculty. The Foundation does not accept gifts for other enterprises, nor does it accept gifts the University cannot or will not accept. The donor's restricted purpose, the gift record, may be communicated in many forms: a notation in a check memo; a hand written note; a letter; or in a formal gift agreement. Most donations are received for established University programs; only a relatively small number of donations are documented with a formal gift agreement.

Gift agreements are stored in the Foundation's electronic document management system and in hard-copy paper files. We conducted a review of our files, both electronic and paper, to identify gift agreements related to the specific foundation allocations identified by Baker Tilly that are related to faculty and graduate student support. Gift agreement documents related to the Baker Tilly identified allocation numbers were provided, some in redacted form.

Six donor agreements, from a single donor, in support of the University's Energy & Enterprise Initiative program, contain explicit confidentiality and non-disclosure provisions. We provided these agreements to McGuireWoods LLP for their review. McGuireWoods LLP, in their September 14, 2018 letter to S. David Wu, Chair, University Internal Review Committee and University Provost and Executive Vice President, and Monica Modi Dalwadi, Partner, Baker Tilly Virchow Krause, LLP, provided all the information we are at liberty to disclose regarding these six donor agreements.

APPENDIX E: FOUNDATION REPRESENTATION LETTER

Approximately 30 Baker Tilly identified allocations have no gift agreements for a variety of reasons. Each University school and/or department has a general account to receive funds for established programs; general accounts for faculty research programs are often created to receive donations for such programs; and accounts were also created to establish quasi endowment accounts with transfers from unit unrestricted funds.

We confirm that, to the best of our knowledge and belief as of August 15, 2018 we have provided you with all readily identifiable gift agreements, with the exception of those provided to McGuireWoods LLP and discussed in their September 14, 2018 letter to you, within the scope of your review as stated above.

Sincerely,



Susan Van Leunen
Chief Financial Officer
George Mason University Foundation, Inc.

Appendix F: Attorney Representation Letter

McGuireWoods LLP
1750 Tysons Boulevard
Suite 1800
Tysons, VA 22102-4215
Tel 703.712.5000
Fax 703.712.5050
www.mcguirewoods.com

Sean F. Murphy
Direct: 703.712.5487

McGUIREWOODS

sfmurphy@mcguirewoods
Direct Fax: 703.712.5243

August 16, 2018

BY ELECTRONIC AND FIRST CLASS MAIL

S. David Wu
Chair, University Internal Review Committee
Provost and Executive Vice President
George Mason University
4400 University Drive, MS 3A2
5210 Merten Hall
Fairfax, VA 22030

Re: Internal Review Document Request to George Mason University Foundation

Dear David:

Your Committee, with the assistance of the Baker Tilly firm, has been conducting an evaluation of gift agreements that provide financial support or funds for the benefit of University programs, faculty and students. As part of this effort, the Foundation was asked to provide copies of gift agreements it possesses linked to Foundation accounts that provide funding or financial support to University faculty and students within the last five fiscal years (Fiscal Year 2014 – Fiscal 2018).

The Foundation agreed to assist, to the extent possible, with your Committee's review of University gift agreements. What the Foundation has done in response to this Committee request is detailed more fully in Susan Van Leunen's e-mails of August 12 and August 15 to you and Monica Dalwadi. Overall, the Foundation has provided well over 200 documents that are potentially responsive to your Committee's request. There are a series of documents, however, that the Foundation is unable to provide to the Committee.

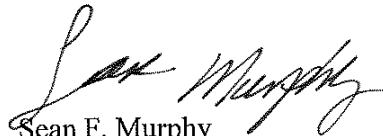
A single donor, through a series of agreements with the Foundation, has provided annual gifts to help support the Energy Enterprise and Initiative Program in the College of Humanities and Social Services. These agreements contain very strict confidentiality and disclosure requirements which preclude their production to the Committee even in redacted form. There are, however, no restrictions in the agreements concerning the use of these funds, other than their use to support the Energy and Enterprise Initiative. No third party participation or approval is required nor do these agreements contain any terms that impinge upon or restrict the academic freedom of the University. In short, these agreements do not contain the type of provisions that are the subject of the Committee's concern and review.

APPENDIX F: ATTORNEY REPRESENTATION LETTER

August 16, 2018
Page 2

If you have any further questions or concerns regarding these agreements or my letter, please contact me at your convenience.

Very truly yours,


Sean F. Murphy

cc: Monica Dalwadi

Appendix G: Office of Sponsored Programs Representation Letter

October 4, 2018

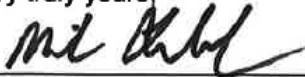
Baker Tilly Virchow Krause, LLP
8219 Leesburg Pike
Suite 800
Tysons, VA 22182

This representation letter is provided in connection with your review of the gift agreements of George Mason University Foundation, Inc. (the "Foundation"), which included the gift agreements classified as active or with activity within the last five years (fiscal year 2014 through fiscal year 2018). This included all Foundation-linked accounts with costs related to faculty and graduate student support (including any funds with payroll-related costs) for the purpose of providing recommendations for enhancing gift acceptance policies, gift agreement templates, and other related policies to George Mason University's Internal Review Committee (the Committee).

We provide the following representation:

- 1) Sponsor ID account 220260, is not in-scope as it was related to the George Mason University Instructional Foundation and not the Foundation.
- 2) Confirmation for 21 accounts (see Attachment A) in the population as pass-through transactions to the Office of Sponsored Programs for grant management.

Very truly yours,



Michael Laskofski
Associate Vice President of Research Operations
George Mason University Office of Sponsored Programs

APPENDIX G: OFFICE OF SPONSORED PROGRAMS REPRESENTATION LETTER

OSP Representation Letter – Attachment A

List of accounts identified as pass-through transactions to OSP for grant management

No.	Grant ID	Sponsor ID
1	222157	120396
2	222467	010662/ B8957
3	222667	010239
4	222722	G-1504-23011
5	222751	N/A
6	222786	N/A
7	222802	N/A
8	222808	N/A
9	222861	N/A
10	222963	N/A
11	222996	PO #NC10309731
12	223041	G-1701-25731
13	223132	G-F-17-54617
14	223152	N/A
15	221558	090120
16	222328	N/A

No.	Grant ID	Sponsor ID
17	222771	N/A
18	222828	110064
19	222973	010517
20	223162	N/A
21	223127	010550

Appendix H: Statistics Regarding Foundation Gifts

The following chart shows Foundation Philanthropic Support to GMU in FY 2018, by restricted purpose.

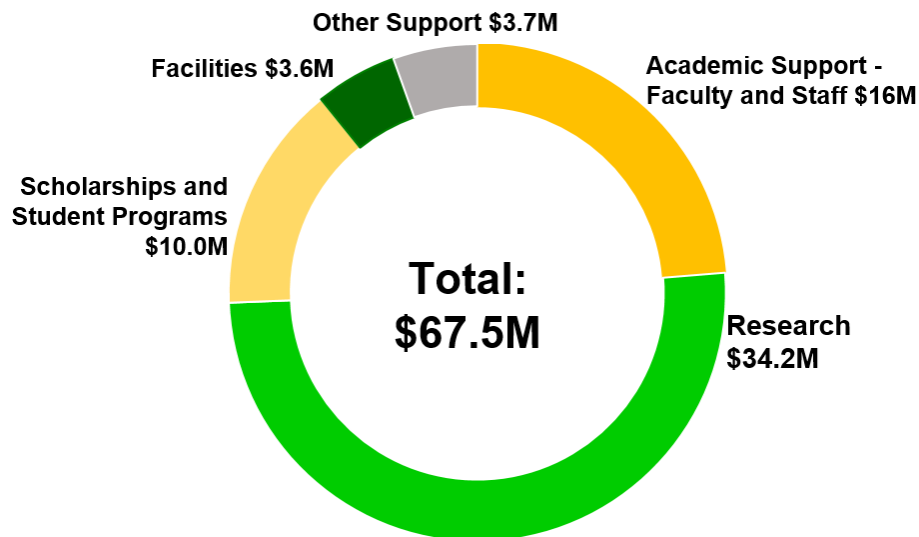


Figure I: Foundation Philanthropic Support to GMU FY18

The following chart shows pledges for the past eight fiscal years, but does not reflect the cash received.

George Mason University Foundation, Inc. Total Gifts and Pledges By Fiscal Year in Millions of Dollars

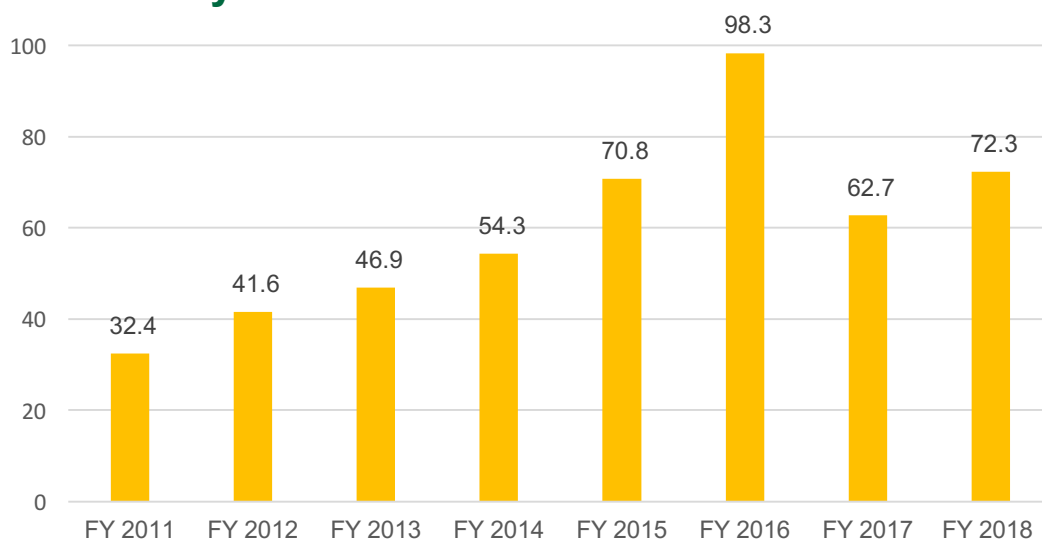


Figure II: Foundation Total Gifts and Pledges

APPENDIX H: STATISTICS REGARDING FOUNDATION GIFTS

The following chart shows the total balance for all endowment accounts by fiscal year (i.e., not receipts nor spending).

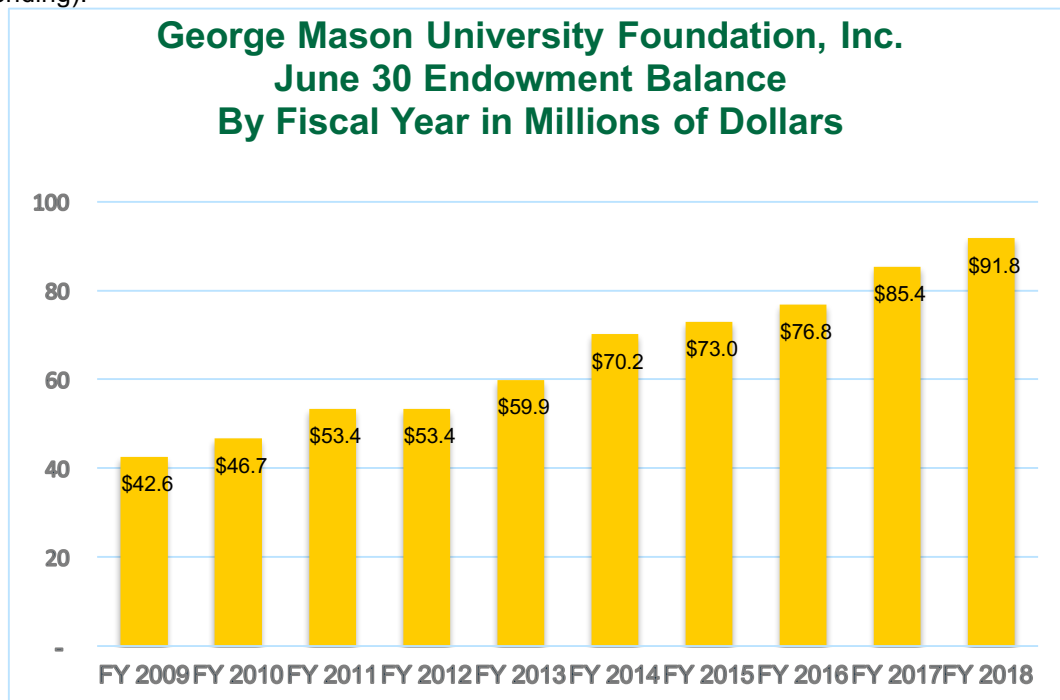


Figure III: Foundation Endowment Balance

The following chart shows spending in support of the university, primarily restricted gifts.

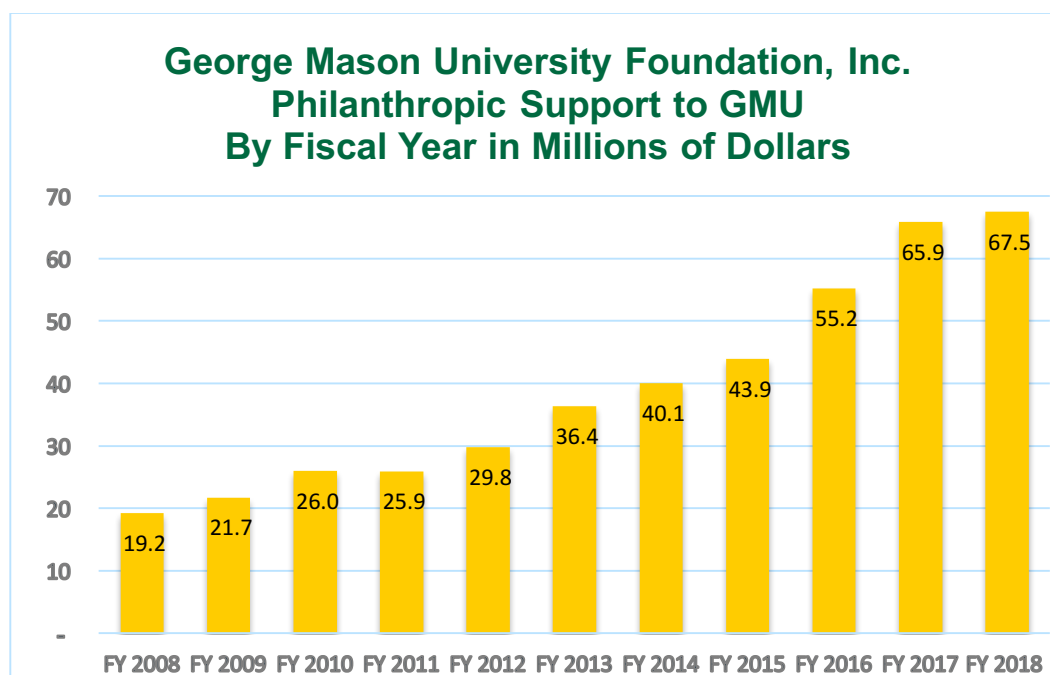
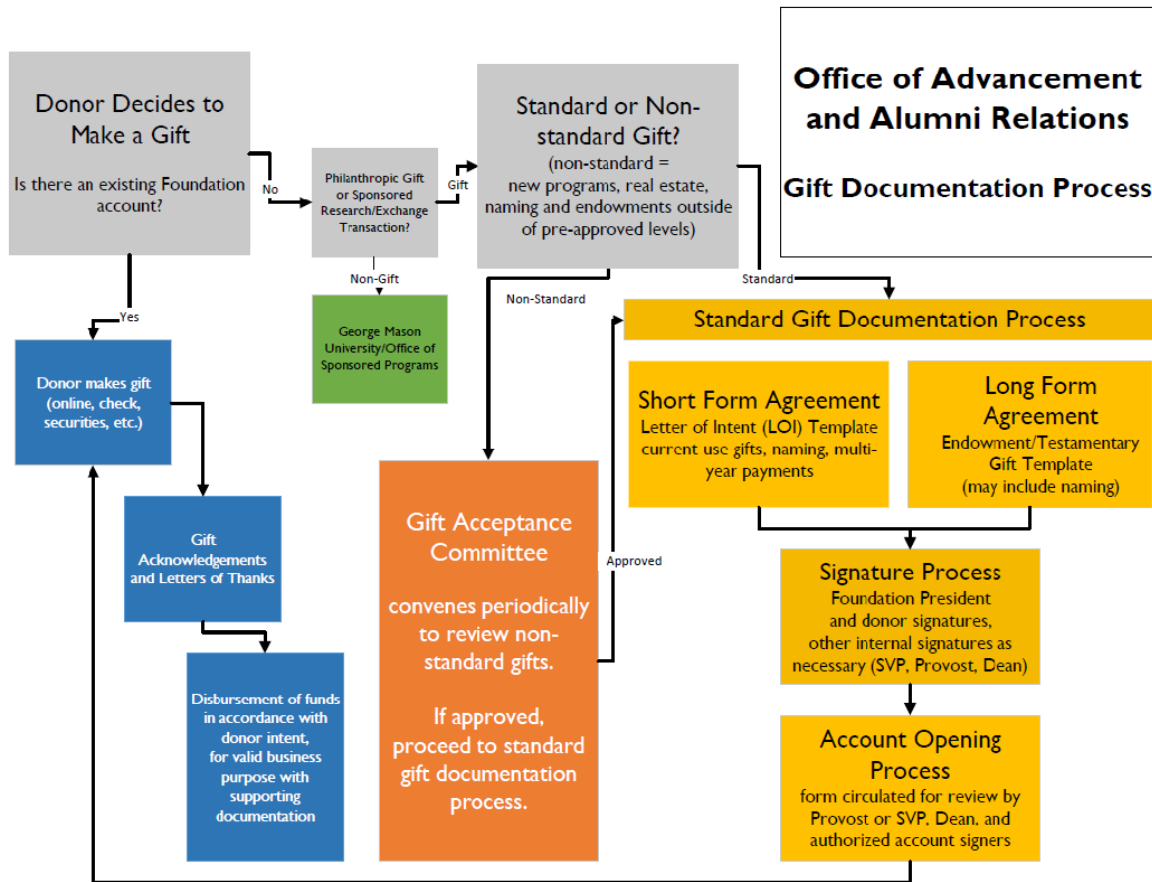


Figure IV: Foundation Philanthropic Support

Appendix I: Current Gift Documentation Process

The following outlines the current gift documentation process as part of the Office of Advancement and Alumni Relations.



Appendix J: Escalation Considerations

The following represents a sample list of escalation indicators that the University could establish to indicate when to require an additional review of a potential gift. Note: A standard gift agreement template should be used for all gift agreements. Any other forms of agreement language that varies from the standard template language should be sent to the Gift Acceptance Committee for early review.

Academic Freedom

- > Does gift require the University to conform to specific curriculum requirements (e.g., specify outcome of scholarly inquiry)? ☐
- > Does gift outline what the University can/cannot include in a program? ☐
- > Does gift restrict the University's mission? ☐
- > Does gift advocate for, endorse, or support a certain aspect of an issue? ☐
- > Does gift support a particular result or conclusion of scholarly work? ☐

Exclusions/Preferences

- > Does gift require the University to give preference to designated people or groups? ☐
- > Does gift require the University to give preference based on a set of criteria that the donor has provided? ☐
- > Might gift put restrictions in areas covered by the University's equal opportunity/non-discrimination policy? ☐

Outside Party Influence

- > Does gift require the University to establish or govern an institute, center, program, department, or activity in a specific way (e.g., independent board, advisory board)? ☐
- > Does gift propose an advisory board with donor involvement? ☐
- > Does donor intend to play an active role in the future? ☐
- > Does gift require the appointment or retention of a specific individual? ☐
- > Will donor expect to oversee the University activities related to the gift? ☐

Financial Burden

- > Does gift potentially create an immediate or future financial burden for the University? ☐
- > Does gift obligate the University to create new faculty lines (e.g., to run an institute, staff an advisory committee, administer a program)? ☐
- > Does gift require spending by the University in excess of the amount donor contributes? ☐
- > Does gift establish a named position endowment for a lower amount than the established threshold? ☐

Partner Requirements

- > Does gift commit the University to take action not in its control (i.e., required actions by a separate entity)? ☐

Transparency

- > Are there clauses in gift agreements that preclude the university from disclosing the very existence or purpose of the agreement (e.g., gift existence or use confidentiality)? ☐
- > Does gift include high profile naming or create a possible reputational issue? ☐
- > Does gift create any potential conflicts of interest? ☐

Intellectual Property

- > Does gift permit use of the University logo or other trademark by donor or other third party? ☐
- > Does gift require the University to give away or share anything created as a result of the gift? ☐

C. BOYDEN GRAY
1534 28TH STREET, NW
WASHINGTON, DC 20007

Monday, February 26, 2018

Dear Dr. Butler,

This note is to confirm that the designation of my gift to be given towards annual operating expenses of the Center as your letter on May 9, 2017 made reference to and noted that the center be named C. Boyden Gray Center for the Study of the Administrative State.

Best Regards,

A handwritten signature in dark ink, appearing to read "C. Boyden Gray", written in a cursive style.

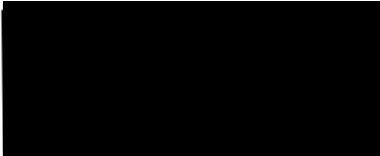
C. Boyden Gray



Office of the Dean
Antonin Scalia Law School
3301 Fairfax Drive, MS 1G3, Arlington, Virginia 22201
Phone: 703-993-8085; Fax: 703-993-8088

070093

May 9, 2017



Dear [REDACTED]

Thank you for taking the time to meet with [REDACTED] and me on Monday, May 1. And, thank you for your generous support and wise counsel which have allowed us to make tremendous strides forward with not only the Center for the Study of the Administrative State, but also with the school as a whole. I am very optimistic about things at Scalia Law!

As I hope I articulated when we met, the goal of The Scalia Law Onward and Upward Campaign is to establish a firm financial foundation for the school that will allow us to move from a good law school to a great law school – and stay that way. Our comprehensive campaign goal, including the annual fund and capital campaigns, is \$200 million.

[REDACTED], as we discussed with [REDACTED] I respectfully request that you consider making a major gift to the campaign. I've thought about our conversation and the "wave" that is headed your way. I've also thought about what I believe is important to you. So, what the heck, damn the torpedoes!

I would appreciate it if you would consider making two complementary naming gifts:

1. The [REDACTED] Center for the Study of the Administrative State:

Gift Amount: \$3,000,000

Contribution Schedule: equal installments of \$300,000 per year for 10 years

Purpose: Annual Operating Expenses of the Center

2. The [REDACTED] Professor of Administrative Law:

Gift Amount: \$1,500,000

Contribution Schedule: within five years from date of pledge

Purpose: Endowed Professorship to attract and/or retain a leading Administrative Law scholar.

This chair would help me to entice Neomi to return home to Scalia Law after she dismantles the administrative state while serving at OIRA.

I imagine that you're surprised by the magnitude of these proposed gifts, but please note that I've suggested structured payments in an effort to avoid the direct hit of the "wave." In evaluating these proposed gifts, please consider that they would have a tremendous impact not only on our pathbreaking efforts to

██████████
May 9, 2017
Page 2 of 2

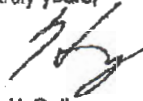
improve the administrative state but also on Scalia Law and our campaign. They would be leadership gifts in the purest sense.

For your information, please find enclosed a menu of other naming opportunities at Scalia Law.

Thank you for your consideration of this proposal and for everything you are doing in support of Scalia Law. I will reach out to ██████████ to set up a follow up meeting.

With warmest personal regards, I remain

Very truly yours,



Henry N. Butler
Dean and Professor of Law

Enclosure

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Office of the Dean
Antonin Scalia Law School
3301 Fairfax Drive, MS 1G3, Arlington, Virginia 22201
Phone: 703-993-8085; Fax: 703-993-8088

May 9, 2017

The Honorable C. Boyden Gray
Boyden Gray & Associates
801 17th Street N.W., #350
Washington, D.C. 20006

Dear Boyden:

Thank you for taking the time to meet with Melissa Glassman and me on Monday, May 1. And, thank you for your generous support and wise counsel which have allowed us to make tremendous strides forward with not only the Center for the Study of the Administrative State, but also with the school as a whole. I am very optimistic about things at Scalia Law!

As I hope I articulated when we met, the goal of The Scalia Law Onward and Upward Campaign is to establish a firm financial foundation for the school that will allow us to move from a good law school to a great law school – and stay that way. Our comprehensive campaign goal, including the annual fund and capital campaigns, is \$200 million.

Boyden, as we discussed with Melissa, I respectfully request that you consider making a major gift to the campaign. I've thought about our conversation and the "wave" that is headed your way. I've also thought about what I believe is important to you. So, what the heck, damn the torpedoes!

I would appreciate it if you would consider making two complementary naming gifts:

1. The C. Boyden Gray Center for the Study of the Administrative State:

Gift Amount: \$3,000,000

Contribution Schedule: equal installments of \$300,000 per year for 10 years

Purpose: Annual Operating Expenses of the Center

2. The C. Boyden Gray Professor of Administrative Law:

Gift Amount: \$1,500,000

Contribution Schedule: within five years from date of pledge

Purpose: Endowed Professorship to attract and/or retain a leading Administrative Law scholar. This chair would help me to entice Neomi to return home to Scalia Law after she dismantles the administrative state while serving at OIRA.

I imagine that you're surprised by the magnitude of these proposed gifts, but please note that I've suggested structured payments in an effort to avoid the direct hit of the "wave." In evaluating these proposed gifts, please consider that they would have a tremendous impact not only on our pathbreaking efforts to

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Page 2 of 2

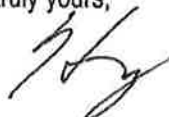
improve the administrative state but also on Scalia Law and our campaign. They would be leadership gifts in the purest sense.

For your information, please find enclosed a menu of other naming opportunities at Scalia Law.

Thank you for your consideration of this proposal and for everything you are doing in support of Scalia Law. I will reach out to Bethany to set up a follow up meeting.

With warmest personal regards, I remain

Very truly yours,

A handwritten signature in black ink, appearing to be 'H. Butler', written over the typed name.

Henry N. Butler
Dean and Professor of Law

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cc: M. Melissa Glassman